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THE ALL-STAR SQUADRON™



ALSO IN THIS STAR-STUDDED ISSUE—BY POPULAR DEMAND

THE GUARDIAN

RETURNS—COURTESY OF ROY THOMAS, JERRY ORDWAY & MIKE MACHLAN!



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SCENE: THE OFFICE OF THE
WAR DEPARTMENT,
WASHINGTON, D.C.
OCCASION: A VERY SPECIAL
MEETING OF THE

JUSTICE SOCIETY OF AMERICA

ROY THOMAS **JERRY ORDDWAY**
writer/ editor pencil artist
MIKE MACHLAN
inker
GENE D'ANGELO **COLORIST**
CODY letterer

--AND HAS VOWED TO STRIKE AT 5:00 THIS AFTERNOON AT THE
BROOKLYN NAVY YARD, AS WELL AS AT DEFENSE PLANTS IN
DETROIT AND LOS ANGELES. POLICE AND MILITARY AUTHOR-
ITIES ARE ALREADY MAKING PREPARATIONS FOR--

WHATEVER
THEY ARE, THEY
WON'T BE ENOUGH--
AGAINST THE ULTRA-
HUMANITE!

NOT IF WHAT
SUPERMAN ONCE
TOLD US ABOUT
HIS OLD ARCH-FOE
WAS ON TARGET.

WAIT!
THERE'S
MORE!

MANILA
BAY

IN ADDITION,
ULTRA HAS
ISSUED A DIRECT
CHALLENGE TO
THE ENTIRE--

"We must be the great
arsenal of democracy."
-- Pres. Franklin D.
Roosevelt
Dec. 29, 1940.

ALL-STAR SQUADRON

THE INFINITY SYNDROME!

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THE ALL-STARS, EH? WELL, THAT'S US, TOO-- RIGHT, HAWK?

CHECK! AND DON'T FORGET, WE'VE HEARD RUMORS ABOUT SEVERAL OF THEM ALREADY BEING CAPTURED BY ULTRA.

WE COULD SPLIT UP...



RIGHT, 'COURSE, WE'RE A LITTLE SHORTHANDED RIGHT NOW, WITHOUT DR. FATE OR THE ATOM.

NOT TO MENTION THE STILL-MISSING SPECTRE.



GOLLY, PRINCESS-- YOU THINK THIS ULTRA CREEP IS SHILLING FOR THE AXIS?

FROM WHAT I'VE HEARD, JOHNNY, I'D BET HE'S STRICTLY FREE-LANCE, BUT--

SORRY TO KEEP YOU WAITING...



... BUT WE WERE JUST GOING OVER THE LATEST DATA ON THE MISSION WE HAVE FOR YOU JUSTICE BATTALION* MEMBERS...

HEY! IT'S SECRETARY OF WAR STIMSON HIMSELF!

WITH GENERAL MARSHALL, THE ARMY CHIEF OF STAFF-- BUT WHO'S THAT BEHIND THEM?

THAT'S A LOT OF ARMY BRASS-- FOR A GUY IN THE NAVY!

LUZON

GENERAL BRODY-- THE MAN WHO RE-FORMED US AS THE JUSTICE BATTALION.

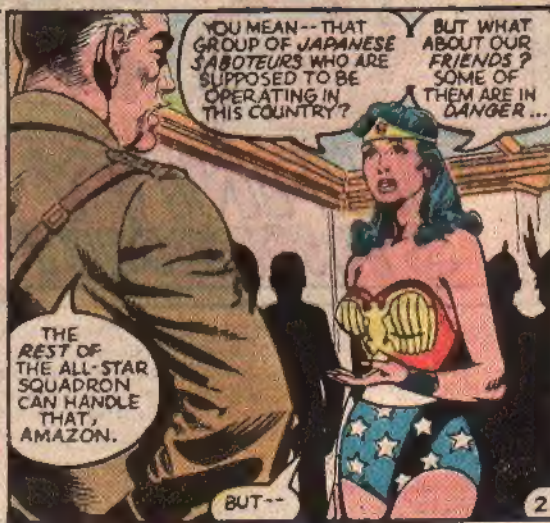
*WARTIME NAME OF THE JUSTICE SOCIETY. -- Roy.



MY FRIENDS-- A CRISIS HAS ARISEN--

WE KNOW, SECRETARY STIMSON. JUST TURN US LOOSE, AND THAT ULTRA-HUMANITE WON'T KNOW WHAT HIT HIM!

UH... NOT THAT, SAND-MAN. WE'RE TALKING ABOUT THE BLACK DRAGON SOCIETY.



YOU MEAN-- THAT GROUP OF JAPANESE SABOTEURS WHO ARE SUPPOSED TO BE OPERATING IN THIS COUNTRY?

BUT WHAT ABOUT OUR FRIENDS? SOME OF THEM ARE IN DANGER...

THE REST OF THE ALL-STAR SQUADRON CAN HANDLE THAT, AMAZON.

BUT--



THIS IS WAR, WONDER WOMAN. LIKE IT OR NOT--WE'VE AGREED TO FOLLOW THE WAR DEPT.'S ORDERS.

I DON'T LIKE IT, BUT I'LL GO ALONG--FOR NOW.



WE'RE EXPECTING AN F.B.I. REPORT ON THE BLACK DRAGON'S WHEREABOUTS ANY MINUTE--BUT WE NEED YOU SIX TO SIT TIGHT TILL THEN.

BUT IT GOES AGAINST THE GRAIN FOR US TO "SIT TIGHT."

WILL DO, GENERAL MARSHALL.

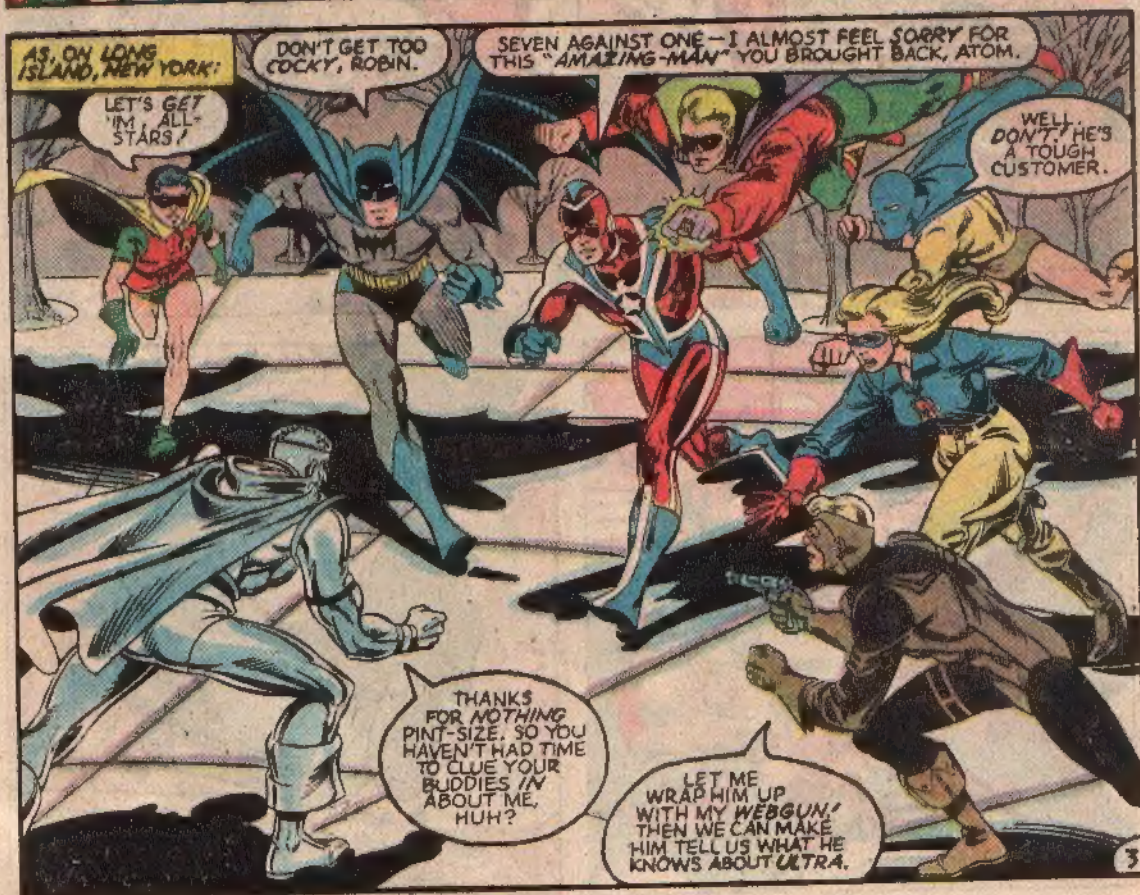
AND WHAT ABOUT THIS ULTRA THING?



ULTRA? HOW'D YOU FIND OUT ABOUT--OH, YOU MEAN THE ULTRA-HUMANITE.

AS GEN. BRODY SAID, YOU JUST HAVE TO HAVE FAITH YOUR FELLOW ALL-STARS CAN DEAL WITH THAT THREAT.

WE DO, SIR--BUT I SURE HOPE THE F.B.I. GETS THAT INFO HERE PRONTO!



AS, ON LONG ISLAND, NEW YORK!

DON'T GET TOO COCKY, ROBIN.

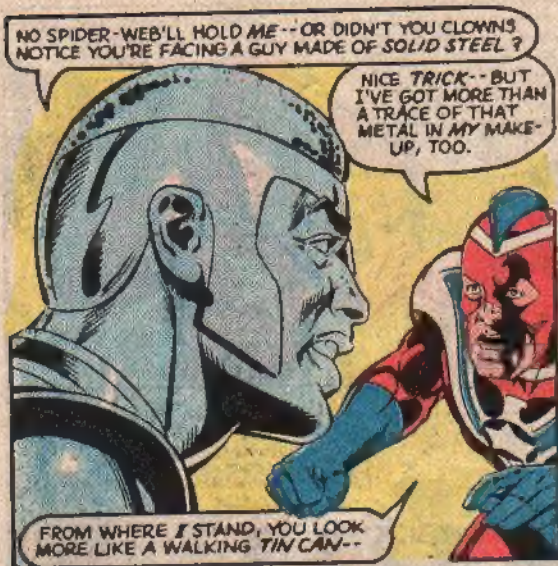
SEVEN AGAINST ONE--I ALMOST FEEL SORRY FOR THIS "AMAZING-MAN" YOU BROUGHT BACK, ATOM.

LET'S GET 'EM, ALL-STARS!

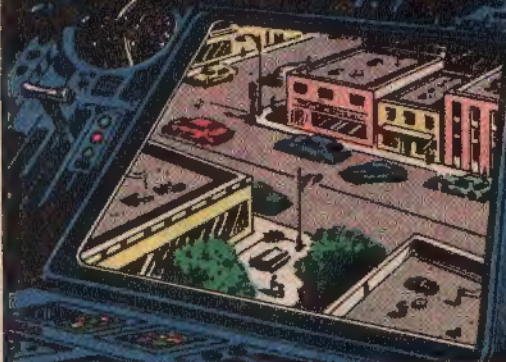
WELL, DON'T HE'S A TOUGH CUSTOMER.

THANKS FOR NOTHING PINT-SIZE. SO YOU HAVEN'T HAD TIME TO CLUE YOUR BUDDIES IN ABOUT ME, HUH?

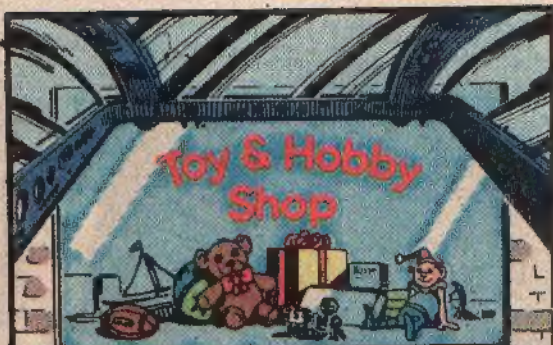
LET ME WRAP HIM UP WITH MY WEBGUN! THEN WE CAN MAKE HIM TELL US WHAT HE KNOWS ABOUT ULTRA.



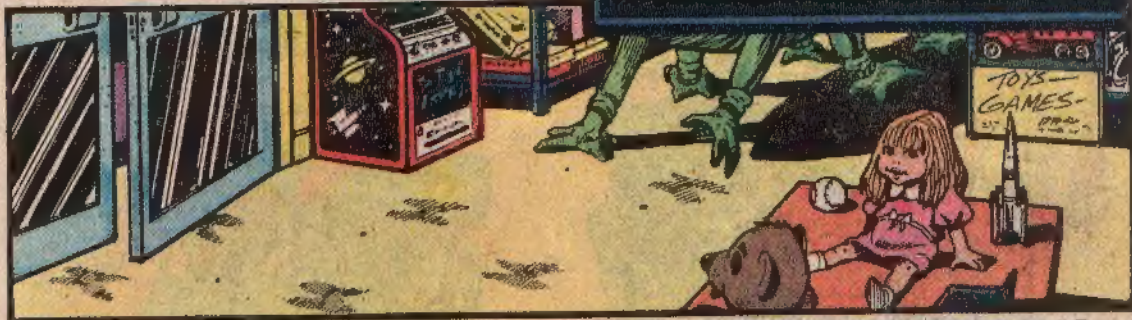
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...TO A PLANET FORBIDDEN, DRIVEN BY A FORCE **UNSTOPPABLE...**



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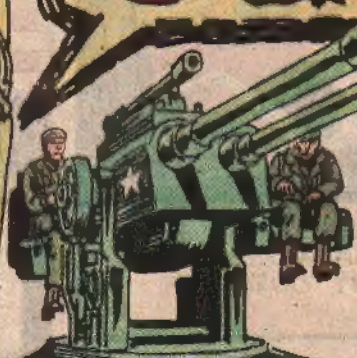
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L.E.M.
ATTACK
COMMAND
VEHICLE
WITH REMOVABLE
MISSILE!
(NO BATTERIES NEEDED)

AVAILABLE SOON AT YOUR FAVORITE TOY DEPARTMENT



NOW, SOON AS I SUCK UP SOME OF THE GREEN GOODIES YOU'RE SPEWING OUT, I'LL-- WHA--?

IT--IT DON'T WORK! I'M TURNING BACK!



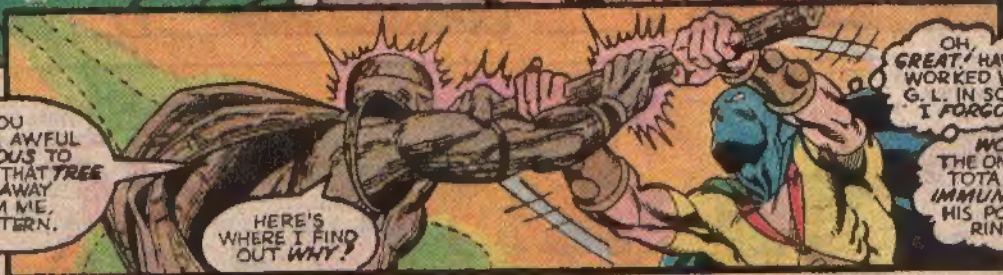
MUSIC TO MY MUSCLE-BOUND EARS, PAL.

SNAP



AND SINCE YOU WERE KEEN ON BASEBALL JAR-GON BACK IN DR. FATE'S TOWER-- MAYBE I SHOULD SAY IT'S MY TURN AT BAT?

ATOM-- NO!

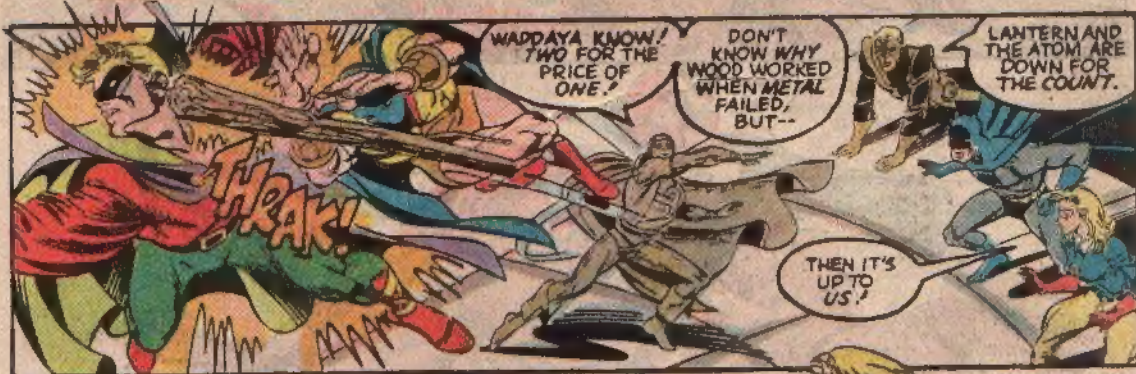


YOU SEEM AWFUL ANXIOUS TO KEEP THAT TREE LIMB AWAY FROM ME, LANTERN.

HERE'S WHERE I FIND OUT WHY!

OH, GREAT! HAVEN'T WORKED WITH G. L. IN SO LONG, I FORGOT--

WOOD'S THE ONE THING TOTALLY IMMUNE TO HIS POWER RING!

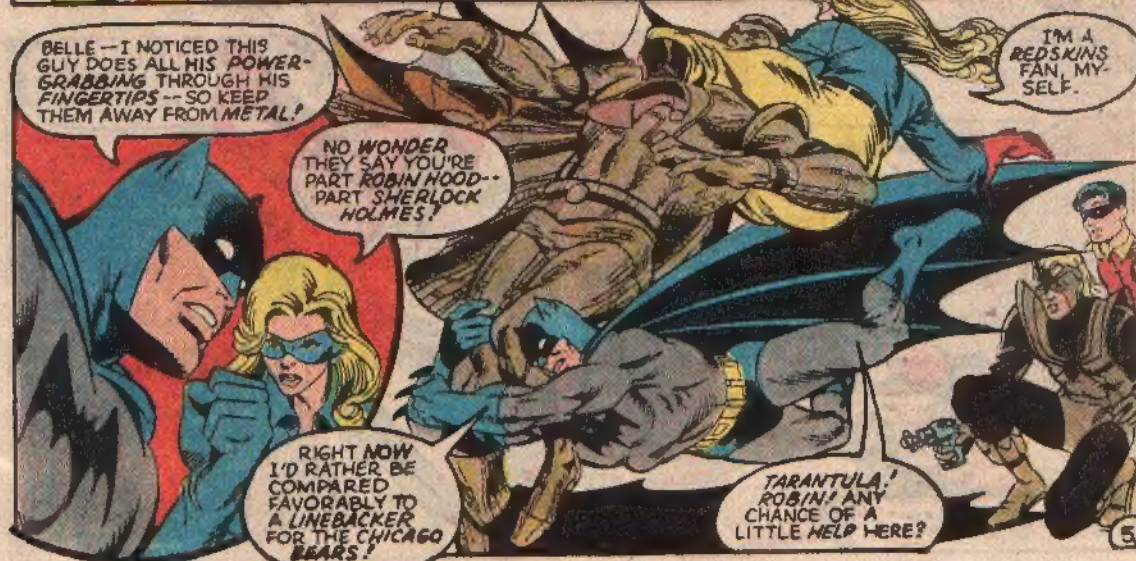


WADDYA KNOW! TWO FOR THE PRICE OF ONE!

DON'T KNOW WHY WOOD WORKED WHEN METAL FAILED, BUT--

LANTERN AND THE ATOM ARE DOWN FOR THE COUNT.

THEN IT'S UP TO US!



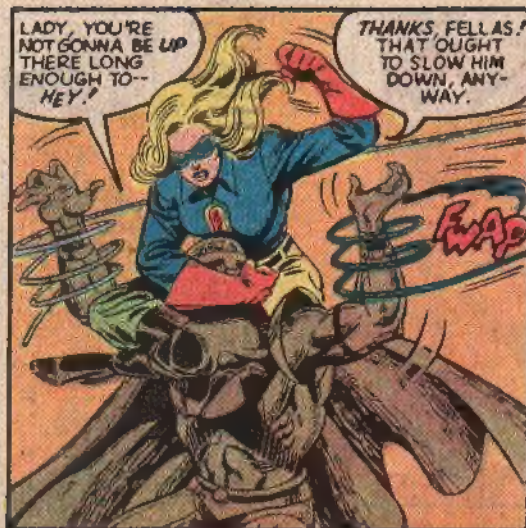
BELLE-- I NOTICED THIS GUY DOES ALL HIS POWER-GRABBING THROUGH HIS FINGERTIPS-- SO KEEP THEM AWAY FROM METAL!

NO WONDER THEY SAY YOU'RE PART ROBIN HOOD-- PART SHERLOCK HOLMES!

I'M A REDSKINS FAN, MYSELF.

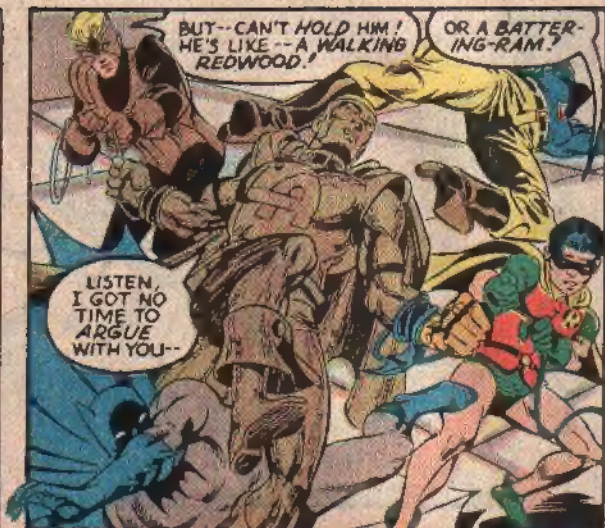
RIGHT NOW I'D RATHER BE COMPARED FAVORABLY TO A LINEBACKER FOR THE CHICAGO BEARS!

TARANTULA! ROBIN! ANY CHANCE OF A LITTLE HELP HERE?



LADY, YOU'RE NOT GONNA BE UP THERE LONG ENOUGH TO--HEY!

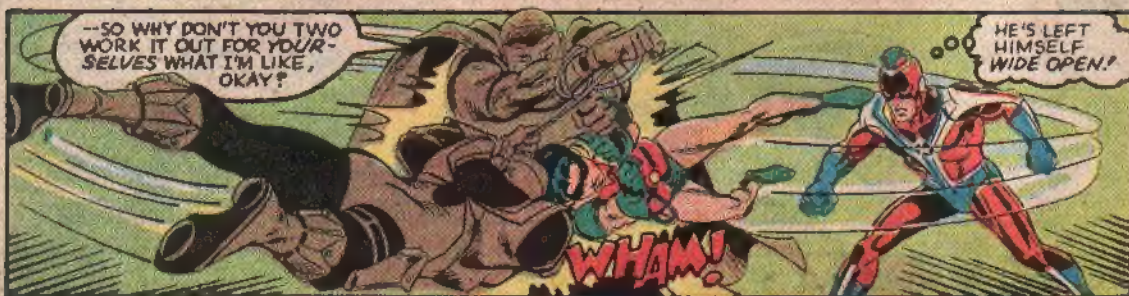
THANKS FELLAS! THAT OUGHT TO SLOW HIM DOWN, ANYWAY.



BUT--CAN'T HOLD HIM! HE'S LIKE--A WALKING REDWOOD!

OR A BATTERING-RAM?

LISTEN, I GOT NO TIME TO ARGUE WITH YOU--



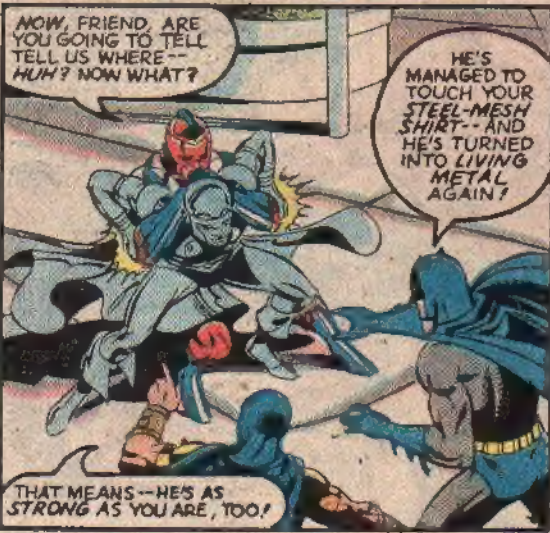
--SO WHY DON'T YOU TWO WORK IT OUT FOR YOURSELVES WHAT I'M LIKE, OKAY?

HE'S LEFT HIMSELF WIDE OPEN!



DON'T CARE MUCH FOR THROWING A SUCKER PUNCH, WITH THE MASS OF MY METALLIC JOINTS BEHIND IT--

--BUT IT'S PEOPLE'S LIVES THAT MATTER NOW, NOT THE MARQUIS OF QUEENSBERRY!



NOW, FRIEND, ARE YOU GOING TO TELL US WHERE--HUM? NOW WHAT?

HE'S MANAGED TO TOUCH YOUR STEEL-MESH SHIRT--AND HE'S TURNED INTO LIVING METAL AGAIN!

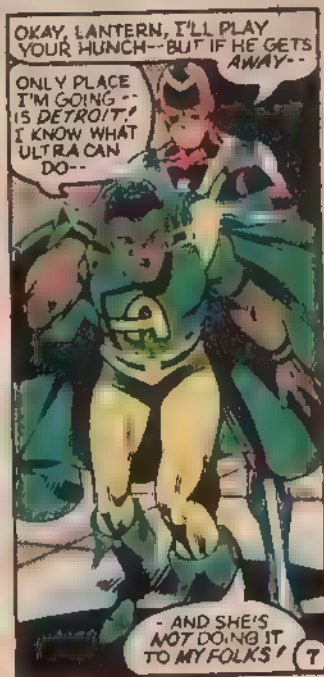
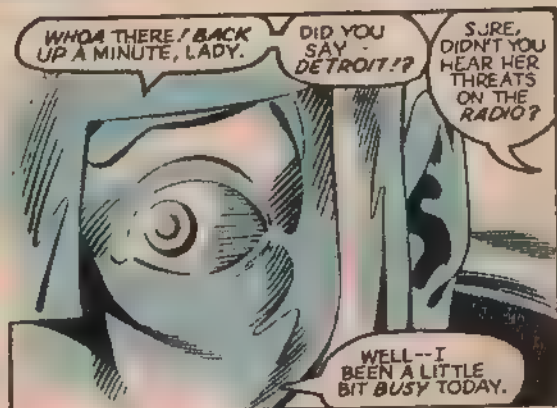
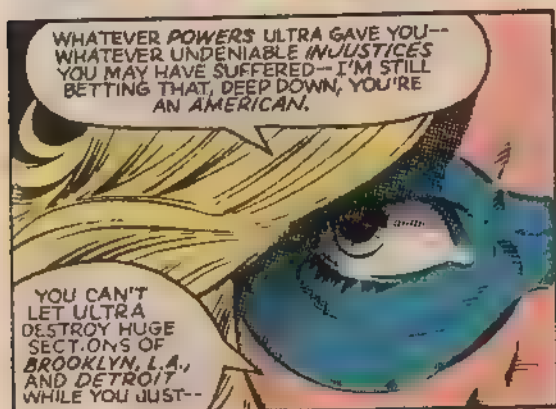
THAT MEANS--HE'S AS STRONG AS YOU ARE, TOO!



MAYBE SO, ATOM--

--BUT I'M STILL THE ONE WITH THE LEVERAGE!

Y-YOU'RE BREAKING--MY EVER-LOVIN' B-BACK--!



NOT MUCH OF AN ATTITUDE, PELLA-- BUT RIGHT NOW I'LL SETTLE.

ULTRA THINKS WE WON'T DARE LIFT A FINGER AGAINST HIM, BECAUSE HE'S GOT SUPERMAN, ROBOTMAN, AND FIREBRAND...

NOT TO MENTION ROBOTMAN'S ASSOCIATE CHUCK GRAYSON... THOUGH I DON'T KNOW WHY.

I'M AFRAID... I JUST MIGHT

WHATEVER ULTRA'S GOT IN MIND, WE CAN'T LET HER BLACKMAIL US OR THE COUNTRY. SO I'LL ZIP OUT TO DETROIT WITH SO-CALLED AMAZING-MAN HERE-- IF HE'LL SWEAR NOT TO SWITCH SIDES AGAIN.

YOU JUST GET ME THERE

I SAID SWEAR

OKAY, OKAY... I SWEAR ALREADY!

I'M COMING ALONG LANTERN-- TO KEEP AN EYE ON THIS GUY.

BUT HOW DO WE GET SOMEONE TO Z.A. IN UNDER TWO HOURS?

CHECK. I'VE GOT THE BATPLANE STANDING BY, BUT IT COULD NEVER--

I'LL GIVE YOU A SUPERSONIC BOOST, BATMAN-- WITH MY POWER RING.

HEY, SOLID!

IF YOU'VE GOT A RUMBLE SEAT, BATMAN--

UH, SURE... BUT I DON'T THINK I CAUGHT THE NAME

TARANTULA DON'T LET THE NEW THREADS THROW YOU

HE'S ONE OF US, BATMAN.

GLAD TO HEAR IT.

YOU CAN SHARE THE BACK SEAT WITH THESE LITTLE GREEN MEN THAT WORK FOR ULTRA

GREAT.

YOU'RE LOOKING A LITTLE GREEN YOURSELF, EVERETT. WHAT'S UP?

MY LUNCH. IF I'D HAD ANY I NEVER FLEW BEFORE

FUNNY HE SHOULD MENTION IT; NEITHER HAVE I.

GUESS THAT LEAVES YOU AND MR. BROOKLYN BOUND, BELLY. ANY PLANES OR MAGIC RINGS UP YOUR SLEEVE?

JUST MY THUMB STEEL.

HEY-- SOMEBODY'S STOPPING A-READY! HE MUST'VE RECOGNIZED OUR OUTFITS.

EITHER THAT, OR YOU'VE GOT CALDETT BEAT ALL HOLLOW!

SCREECH!

UNSCRAMBLE THE FUN AND DISCOVER WHY EVERYONE'S SCRAMBLING FOR NEW PINK LEMONADE BUBBLE YUM.®

Here's a game that's as much fun to play as Bubble Yum is to chew! Just unscramble these six mixed-up words. One letter to each square. (Answers below.)

FOST

--	--	--	--

SOTHOM

--	--	--	--	--	--

IYUJC

--	--	--	--	--

MYMYU

--	--	--	--	--

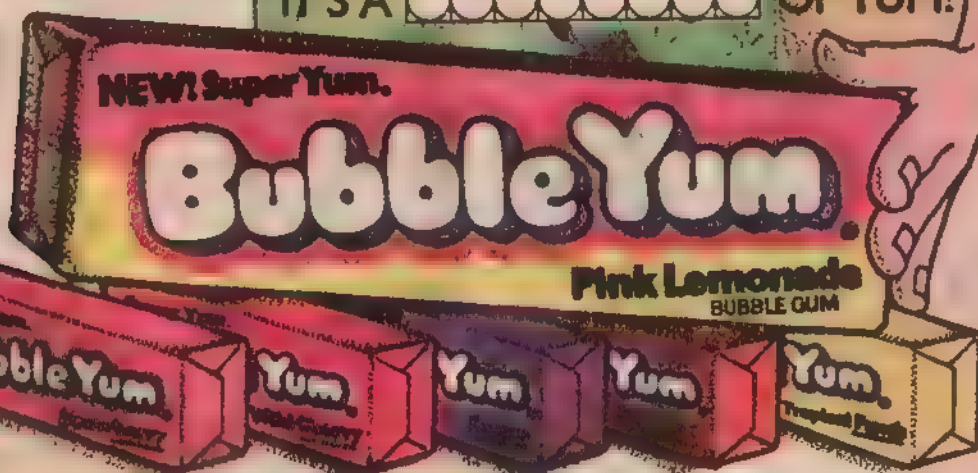
NIPK

--	--	--	--

LUBBESB

--	--	--	--	--	--

Now unscramble the circled letters to discover the surprise word in this Bubble Yum cartoon.



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ANSWERS: SOFT, SMOOTH, JUICY, YUMMY, PINK, BUBBLES. SURPRISE WORD: IT'S A MOUTHFUL OF YUM!

AS, IN THE
ULTRA-
HUMAN-
ITE'S HID-
DEN LAB
SOMEWHERE
IN NORTH
AMERICA..

PLEASE, ULTRA-
LET THESE THREE GO
AND GIVE UP THIS MAD
PLAN TO EXTORT MONEY
FROM THE GOVERNMENT.

MY GOD, BOSS -
HOW'D YOU EVER
GET TEAMED UP WITH
SUCH A WHINER?

WE ARE NOT "TEAMED
UP", CYCLOTRON WORKS
FOR ME, JUST AS YOU DO.

AND REMEMBER--
IT IS HIS ATOM-ENERGY
DEVICE WE USED TO
CAPSIZE THE LINER
NORMANDIE.*

*LAST ISSUE. Roy

SURE, SO HE'S A GENIUS --
BUT I'D STILL KEEP AN EYE
ON HIM, IF I WAS YOU.

ANY WORD OF WHETHER
WASHINGTON'S GONNA
PAY THE \$100 MILLION?

THE TIME HAS COME..
AND GONE.

BUT NOT TO
WORRY. AFTER MY
NEW MINIONS
HAVE SHOWN THE
FOLLY OF OPPOSING
ME, THEY'LL BE HAPPY
TO PAY ME
TOMORROW..

BY WHICH
TIME, OF COURSE,
THE PRICE WILL
BE 200 MILLION.

SUPERMAN
ISN'T THERE..
SOME THING
WE CAN

NOT, WITH OUR
POWERS DRAINED
BY THAT "HAMMER"
UP THERE, AND
THE POWERSTONE.

IF HE DOES, SHE'LL
BE EVEN MORE
POWERFUL.

AND I'LL BE
SLIGHTLY DEAD

HOPE YOU'RE COMFOR-
TABLE, DANETTE.
I'VE TRIED
TO --

S-SLOW
IT, TERRY!
EITHER
LET ME GO
OR LEAVE
ME
ALONE!

I... I CAN'T RELEASE
YOU, BECAUSE --

BECAUSE YOU'RE
BOUGHT AND PAID
FOR... BY ULTRA..

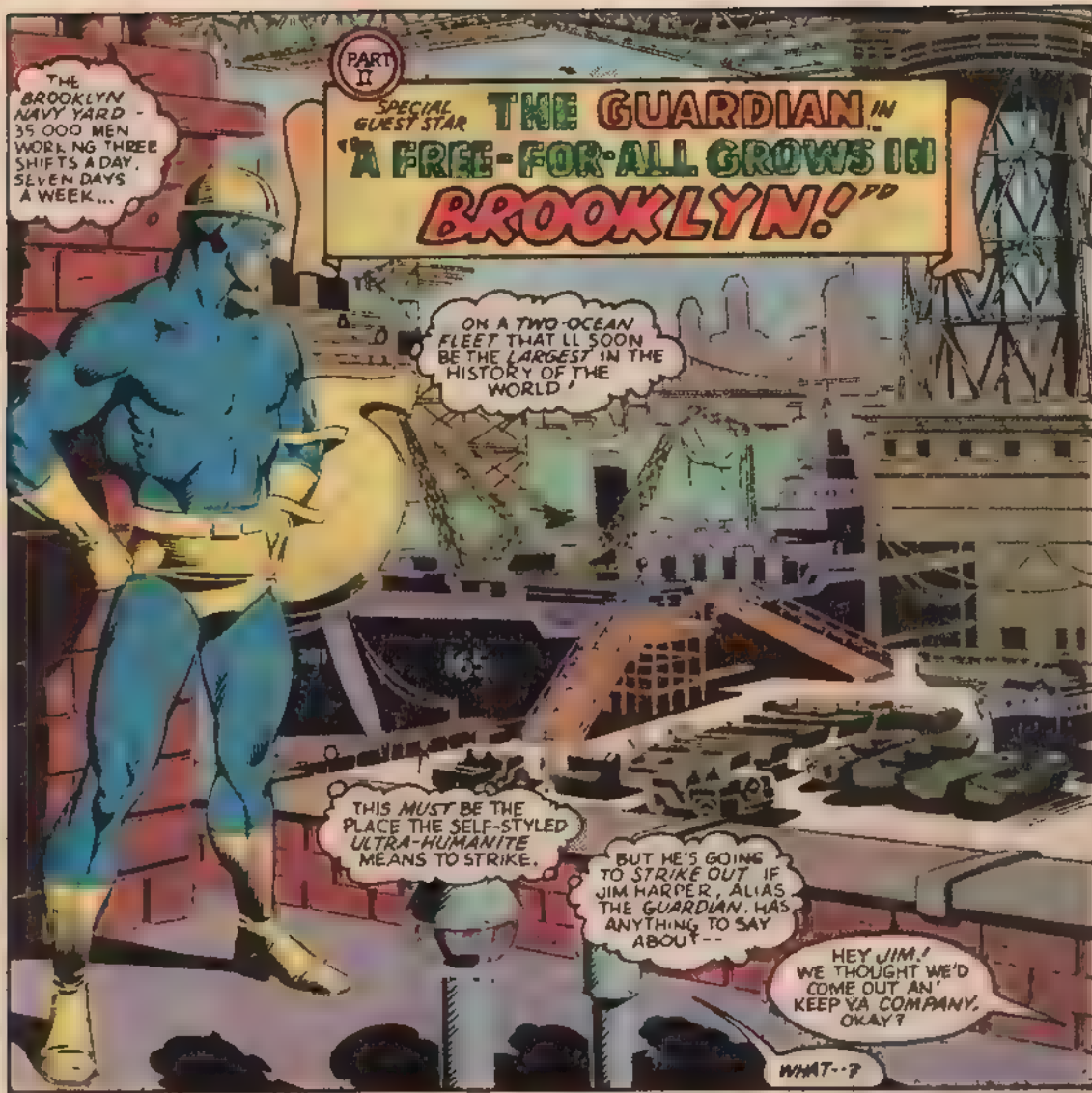
AND, AS
FAR AS I'M
CONCERNED...
THAT MAKES
YOU... A TRAITOR

YOU -YOU JUST
DON'T UNDERSTAND
DANETTE..!

BUT THEN,
HOW COULD
SHE, WHEN
I CAN'T
TELL HER --

-- THAT IF I DON'T
SERVE ULTRA, NOT
ONLY WILL I DIE
MYSELF --

-- BUT I'LL ALSO
DOOM THE ONE
PERSON IN THE
WORLD WHO MEANS
THE MOST TO ME!



THE BROOKLYN NAVY YARD - 35,000 MEN WORKING THREE SHIFTS A DAY, SEVEN DAYS A WEEK...

PART II

SPECIAL GUEST STAR **THE GUARDIAN™**
'A FREE-FOR-ALL GROWS IN BROOKLYN!' PD

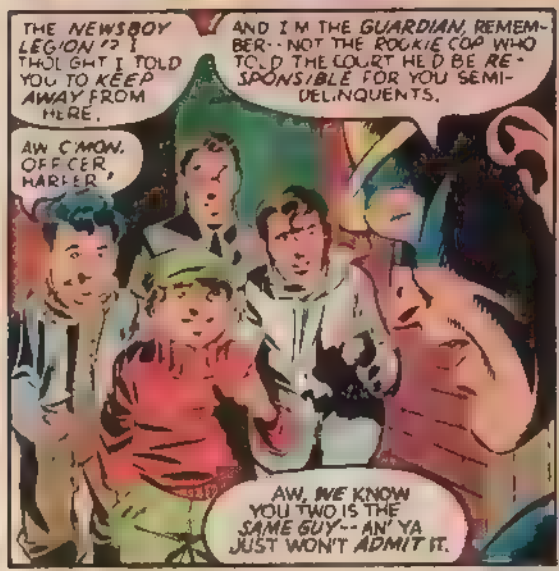
ON A TWO-OCEAN FLEET THAT LL SOON BE THE LARGEST IN THE HISTORY OF THE WORLD

THIS MUST BE THE PLACE THE SELF-STYLED ULTRA-HUMANITE MEANS TO STRIKE.

BUT HE'S GOING TO STRIKE OUT IF JIM HARPER, ALIAS THE GUARDIAN, HAS ANYTHING TO SAY ABOUT--

HEY JIM! WE THOUGHT WE'D COME OUT AN' KEEP YA COMPANY, OKAY?

WHAT--?



THE NEWSBOY LEGION? I THOUGHT I TOLD YOU TO KEEP AWAY FROM HERE.

AW C'MON, OFFICER HARPER!

AND I'M THE GUARDIAN, REMEMBER-- NOT THE ROOKIE COP WHO TOOK THE COURT HE'D BE RESPONSIBLE FOR YOU SEMI-DELINQUENTS.

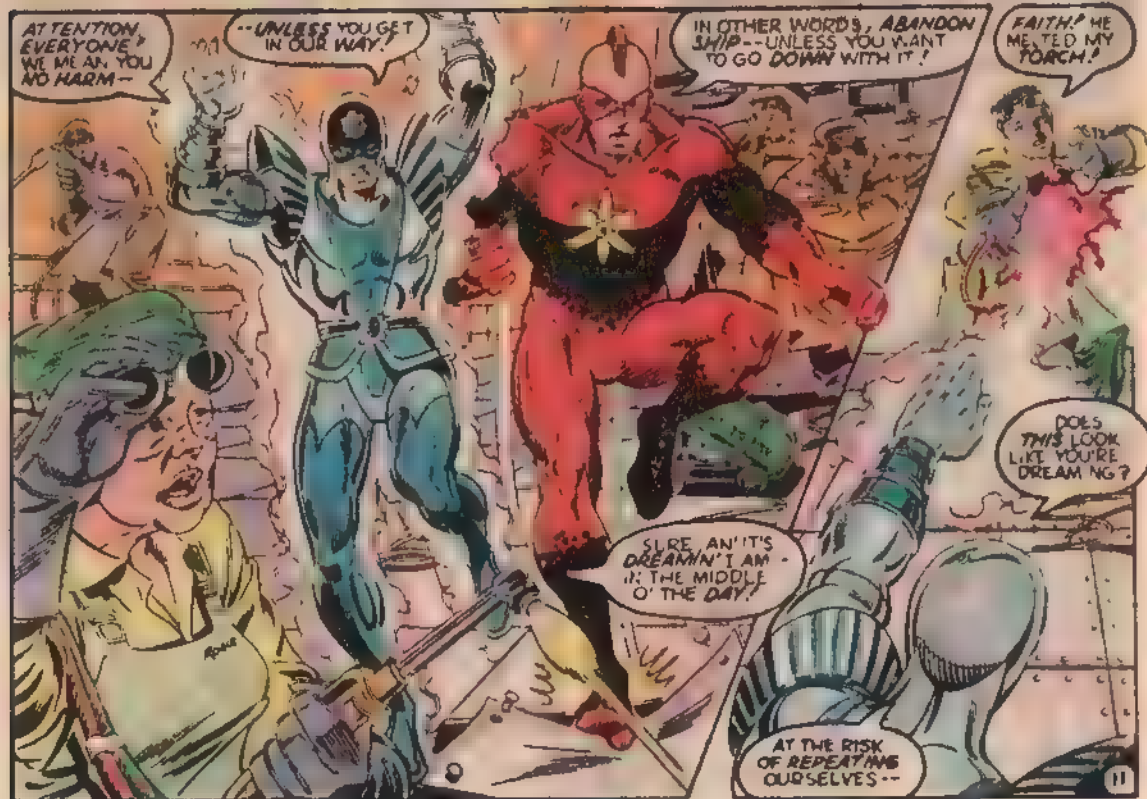
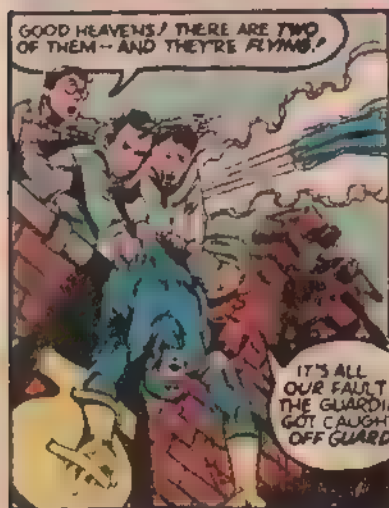
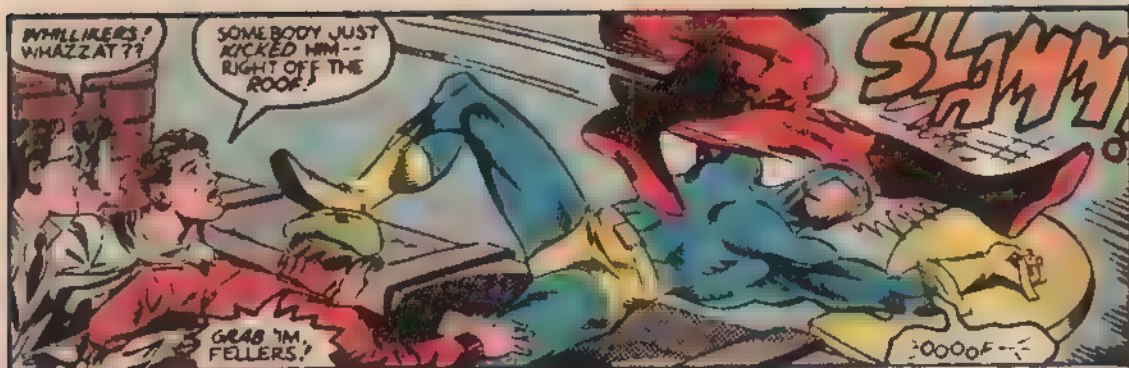
AW, WE KNOW YOU TWO IS THE SAME GUY-- AN' YA JUST WON'T ADMIT IT.

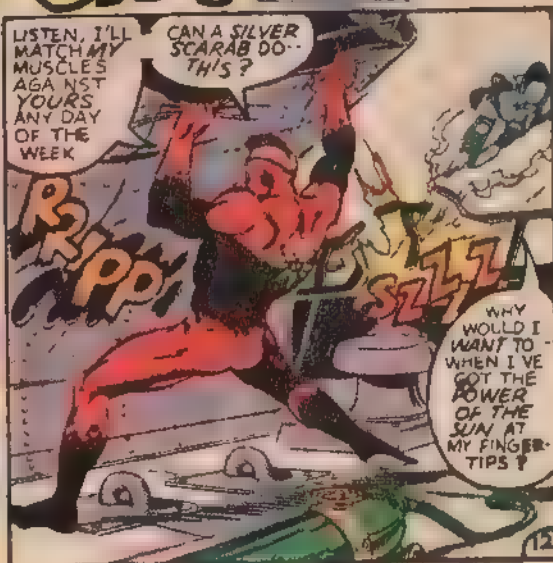
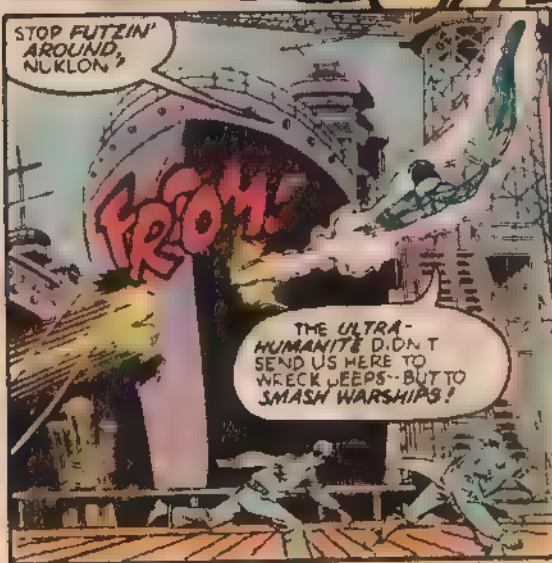
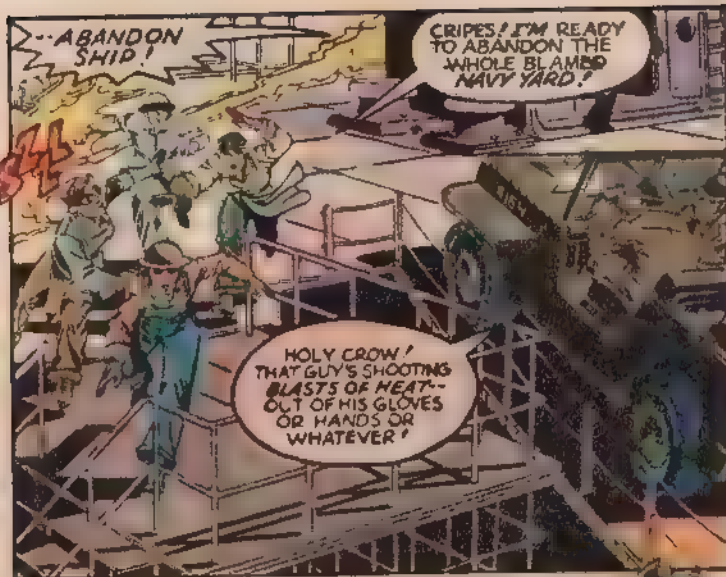


ME-- JIM HARPER!? THAT'S CRAZY! WHATEVER GAVE YOU--
UNNNH!:

WHERE DID THAT BLINDING ILLUMINATION COME FROM?

GET OUT OF HERE, BOYS! TH'S MUST HAVE SOMETHING TO DO WITH THAT RADIO THREAT TO--



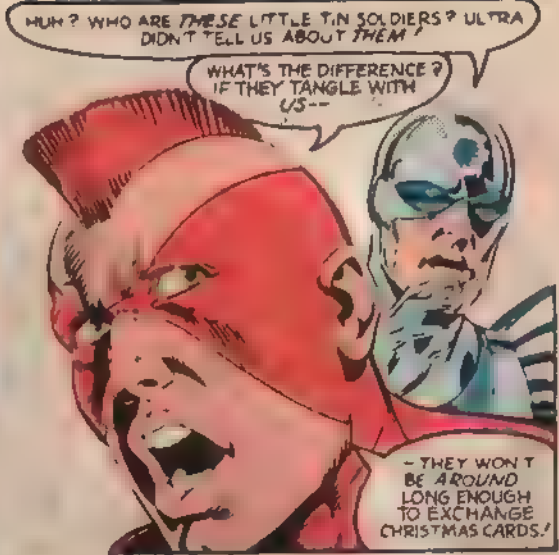




OKAY, BOYS-- YOU'VE HAD YOUR OWN WAY LONG ENOUGH!

"BOYS" IS RIGHT 'I WOULDN'T BET ON 'EM BE'NG OLD ENOUGH TO VOTE

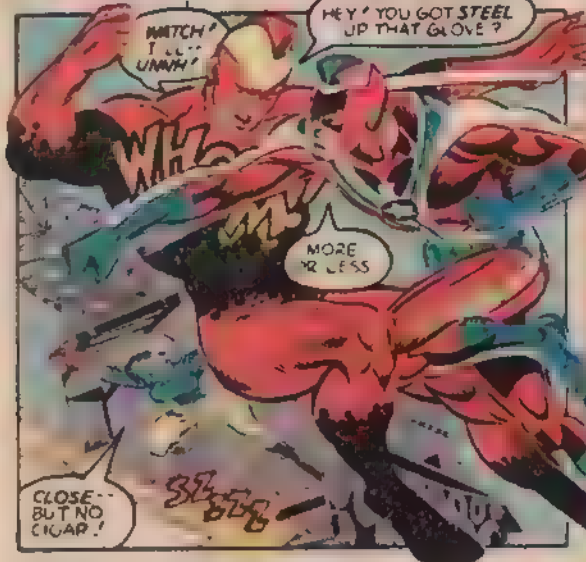
LOOKS LIKE ULTRAS STOOPED TO ROBBING THE CRADLE NOW



HUH? WHO ARE THESE LITTLE TIN SOLDIERS? ULTRA DIDN'T TELL US ABOUT THEM!

WHAT'S THE DIFFERENCE? IF THEY TANGLE WITH US--

- THEY WON'T BE AROUND LONG ENOUGH TO EXCHANGE CHRISTMAS CARDS!



WATCH! I... UHHH!

HEY! YOU GOT STEEL UP THAT GLOVE?

MORE OR LESS

CLOSE-- BUT NO CIGAR!

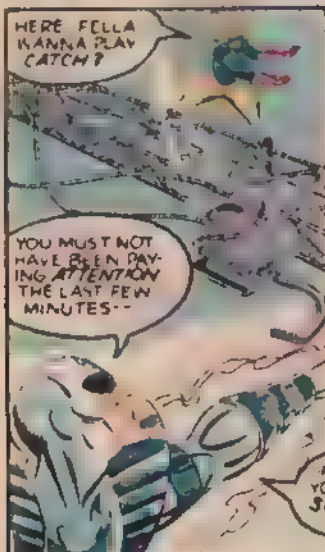


STILL I'M NOT GOING TO MAKE ANY HEADWAY BY A FRONTAL ASSAULT--

ALREADY BAGGIN' IT?

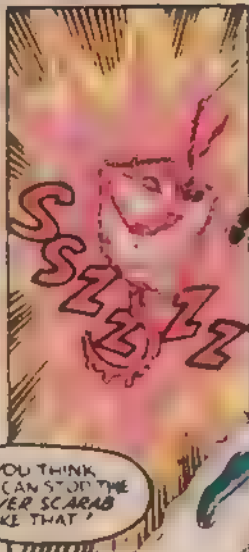


- SO I'LL TRY THE INDIRECT APPROACH

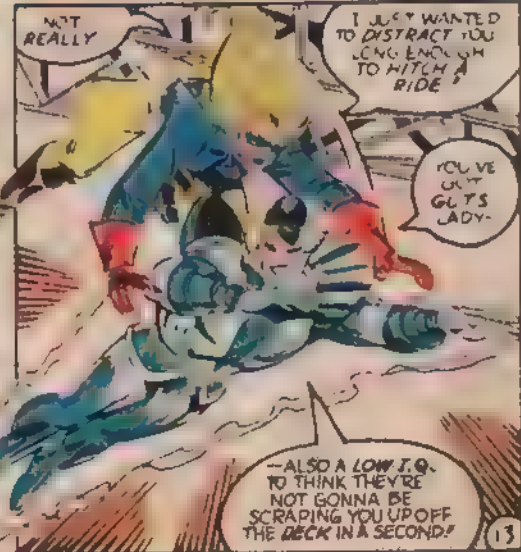


HERE FELLA WANNA PLAY CATCH?

YOU MUST NOT HAVE BEEN PAYING ATTENTION THE LAST FEW MINUTES--



IF YOU THINK YOU CAN STOP THE SILVER SCARAB LIKE THAT?

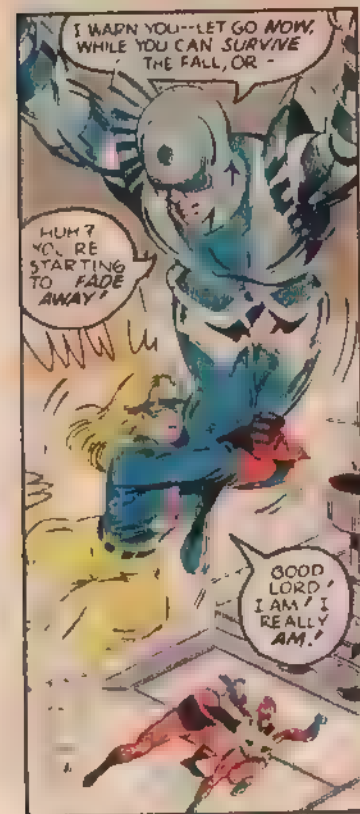
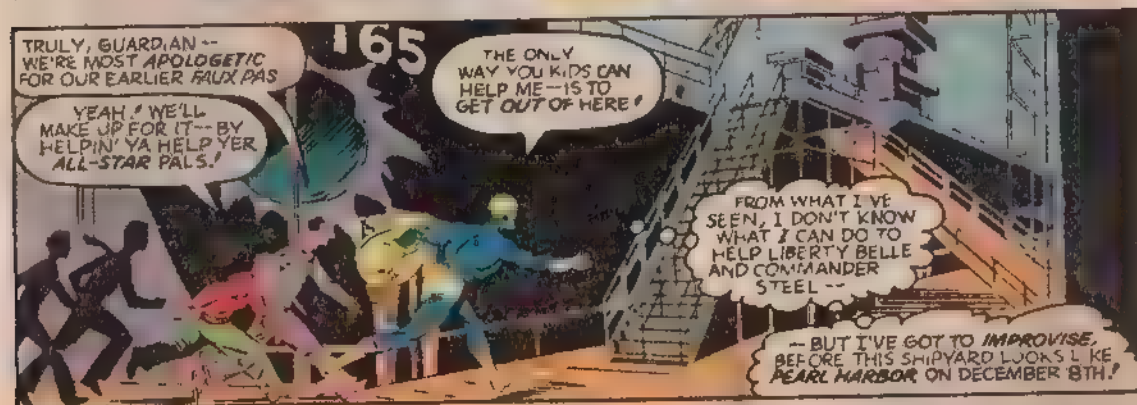
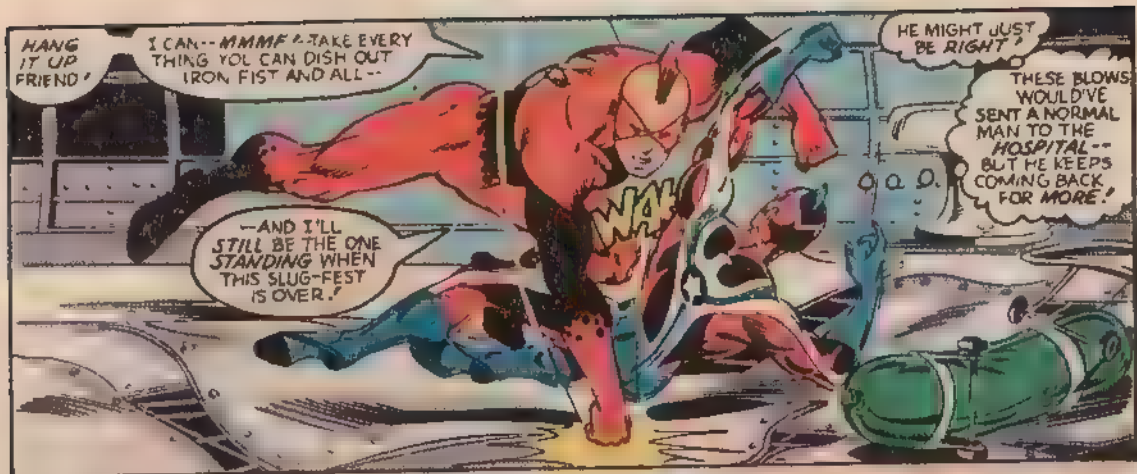


NOT REALLY

I JUST WANTED TO DISTRACT YOU LONG ENOUGH TO HITCH A RIDE

YOU'VE GOT GLT'S LADY--

--ALSO A LOW I.Q. TO THINK THEY'RE NOT GONNA BE SCRAPING YOU UPOFF THE DECK IN A SECOND!



WHILE, IN EVER-SUNNY LOS ANGELES, WHERE NEARLY HALF AMERICA'S WARPLANE'S WILL BE MANUFACTURED!

PRETTY BRAZEN OF THIS ULTRA FELLOW ALL-STARS— STATING IN ADVANCE PRE- CISELY WHICH AIRCRAFT PLANT HE'D STRIKE AT!

NOW, THE PLACE IS SURROUNDED BY SOLDIERS, A GUNN' COULDN'T GET IN HERE.

THE ULTRA-HUMANITE AND CREW AREN'T QUITE GNATS, SENATOR KNIGHT.

PART III

OUT OF THE SKY!

AND WE'D FEEL BETTER IF YOU HADN'T FELT IT YOUR DUTY TO BE HERE.

RIGHT— NOT TO MENTION DRAGGING YOUR DAUGHTER SANDRA ALONG.

HE DON'T DRAG ME, SPIDER-MAN.

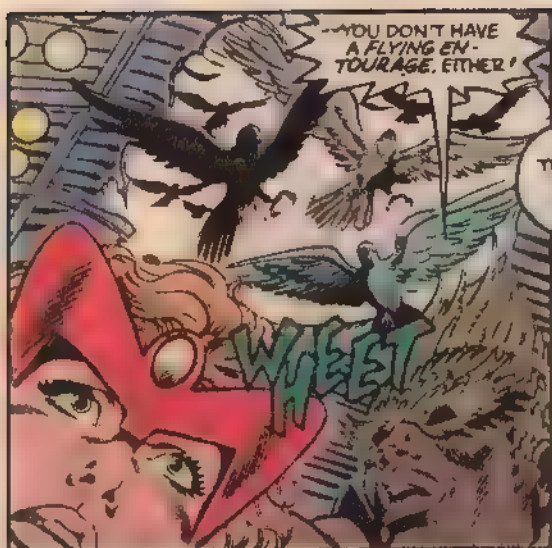
TARANTULA.

SHE INSISTED ON COMING— AND WHEN HER MIND'S MADE UP, SHE CAN EVEN OUT-FILIBUSTER ME

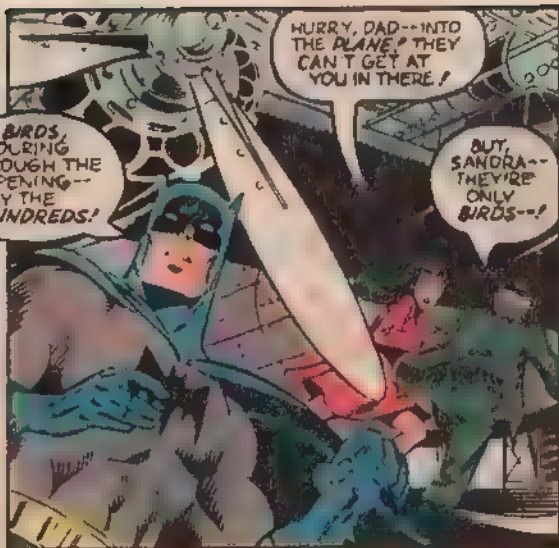
WAIT? DID YOU—?

SOMETHING'S ON THE ROOF!





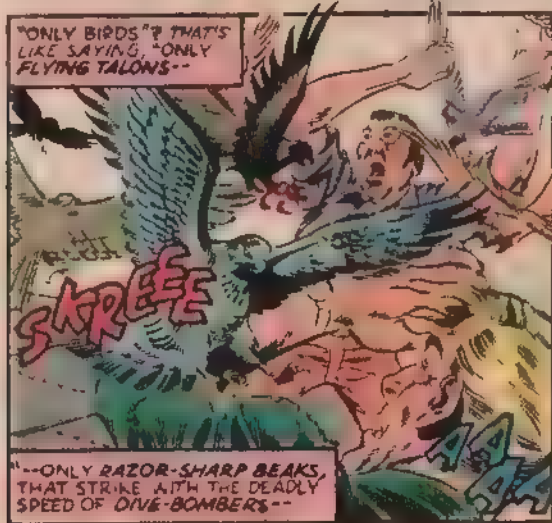
--YOU DON'T HAVE A FLYING EN-TOURAGE, EITHER!



HURRY, DAD--INTO THE PLANE! THEY CAN'T GET AT YOU IN THERE!

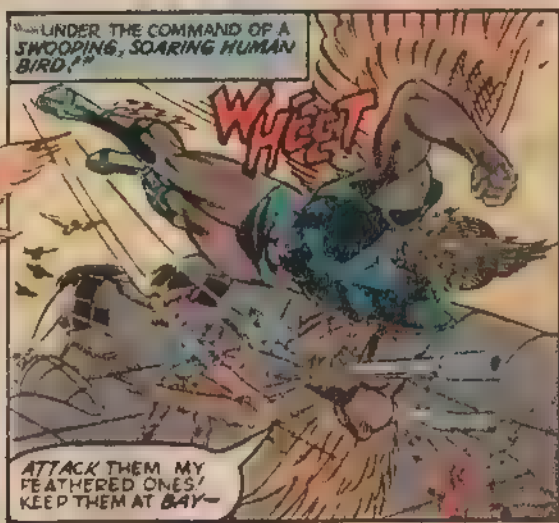
BUT, SANDRA--THEY'RE ONLY BIRDS--!

BIRDS, POURING THROUGH THE OPENING--BY THE HUNDREDS!



"ONLY BIRDS"? THAT'S LIKE SAYING, "ONLY FLYING TALONS--"

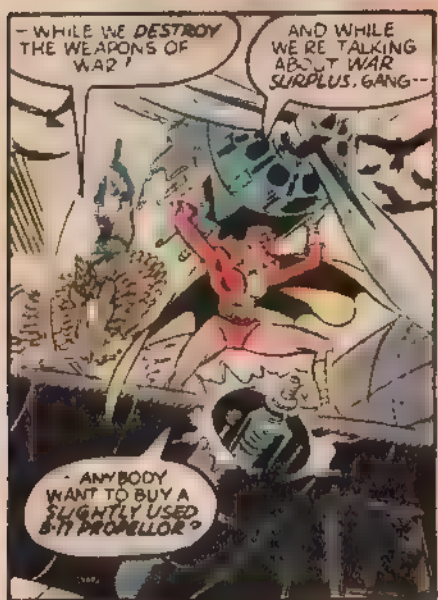
"--ONLY RAZOR-SHARP BEAKS, THAT STRIKE WITH THE DEADLY SPEED OF DIVE-BOMBERS--"



UNDER THE COMMAND OF A SWOOPING, SOARING HUMAN BIRD!"

WHEET

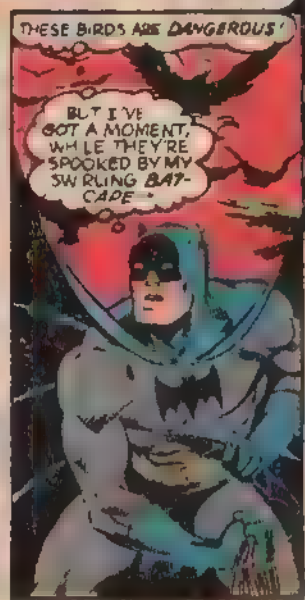
ATTACK THEM MY FEATHERED ONES! KEEP THEM AT BAY--



--WHILE WE DESTROY THE WEAPONS OF WAR!

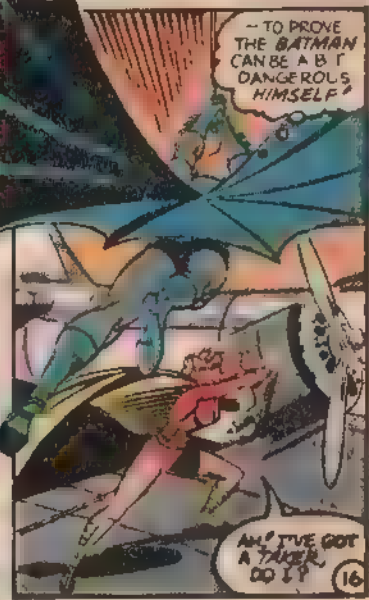
AND WHILE WE'RE TALKING ABOUT WAR SURPLUS, GANG--

ANYBODY WANT TO BUY A SLIGHTLY USED B-11 PROPELLOR?



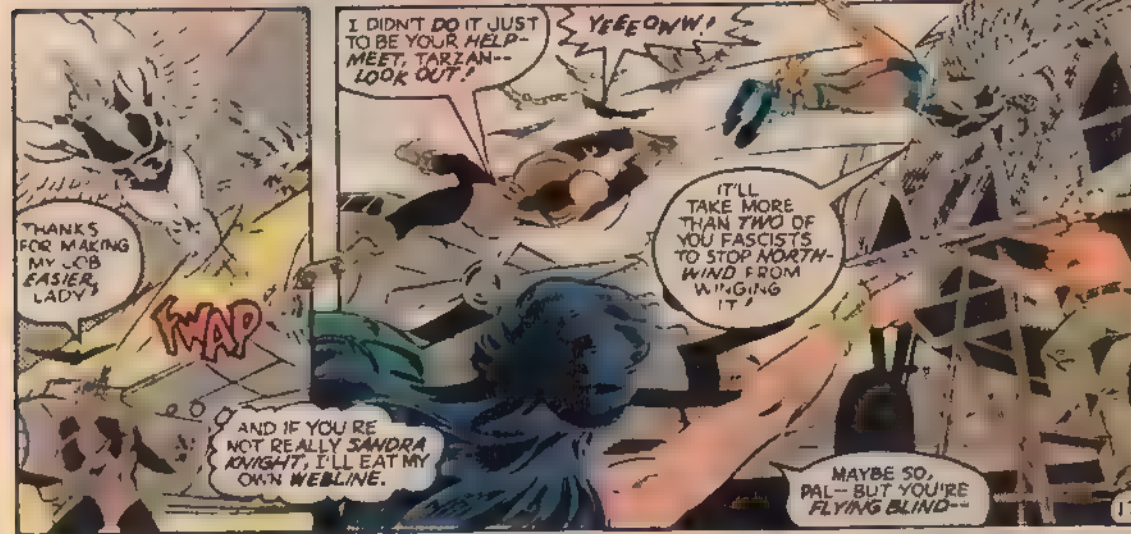
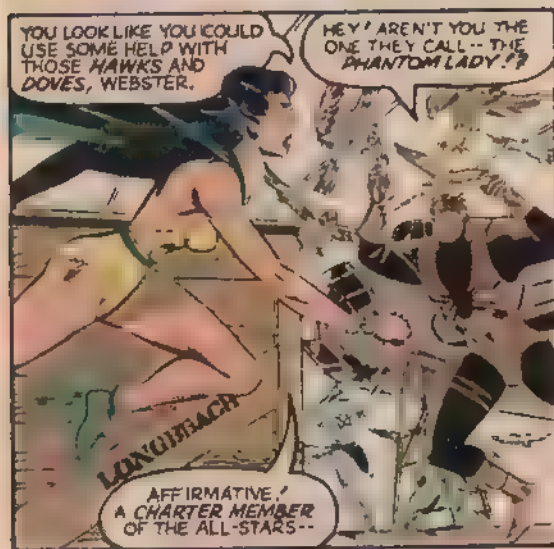
THESE BIRDS ARE DANGEROUS!

BUT I'VE GOT A MOMENT, WHILE THEY'RE SPOOKED BY MY SWIRLING BAT-CAPE--



--TO PROVE THE BATMAN CAN BE A BIT DANGEROUS HIMSELF!

AND I'VE GOT A TALKER, DO I?



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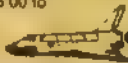
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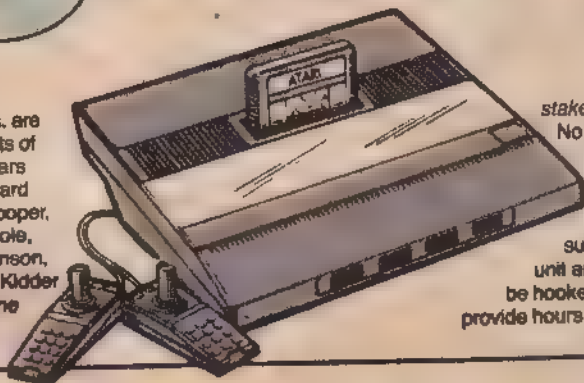
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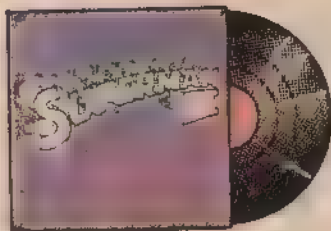
DC Comics and Warner Bros. are giving you a chance to win lots of great prizes! *Superman III* stars Christopher Reeve and Richard Pryor, and co-stars Jackie Cooper, Marc McClure, Annette O'Toole, Anne Ross, Pamela Stephenson, Robert Vaughn, and Margot Kidder as Lois Lane™ The star of the *Superman III Movie Sweep-*



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No purchase necessary. All persons are eligible to enter the *Superman III Movie Sweepstakes* as often as they wish (or only once) by filling out the entry blank (at right), a facsimile thereof, or by hand-printing your name and address on a blank piece of paper.

All entries which are received prior to 5:00 PM July 29, 1983 are eligible for inclusion in a single random drawing for one first prize, fifty second prizes, one hundred third prizes, one hundred fourth prizes and one hundred fifth prizes. The first 2,500 entries received by us will automatically receive, by mail, a free copy of the official *Superman III* movie poster.

Only one prize awarded per entrant

Receiving a *Superman III* movie poster will not disqualify an entrant from winning one of the other prizes.

This sweepstakes is open to all residents of the United States except employees or agents of Warner Communications Inc. or any of its divisions, subsidiaries or affiliates and members of their immediate families, advertising, promotion and service agencies. This sweepstakes is void wherever prohibited by law.

The odds of winning one of the prizes to be awarded will be determined by the number of entries received by 5:00 PM July 29, 1983. All prizes will be awarded. No substitutions of prizes will be permitted. Taxes, where applicable, will be the sole responsibility of the prize winner.

Entrants need not be present to win. All winners will be officially notified by mail. A list of winners

will be available to anyone who sends a stamped, self-addressed envelope to: *Superman III Movie Sweepstakes*, PO Box 1308-F, Dept. T, Fort Lee, NJ 07024.

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To enter, mail this coupon or a facsimile to: *Superman III Movie Sweepstakes*, PO Box 1308-F, Dept. S, Fort Lee, NJ 07024. All entries must be received by 5 PM, July 29, 1983 to be eligible. Drawing will be held August 1, 1983.

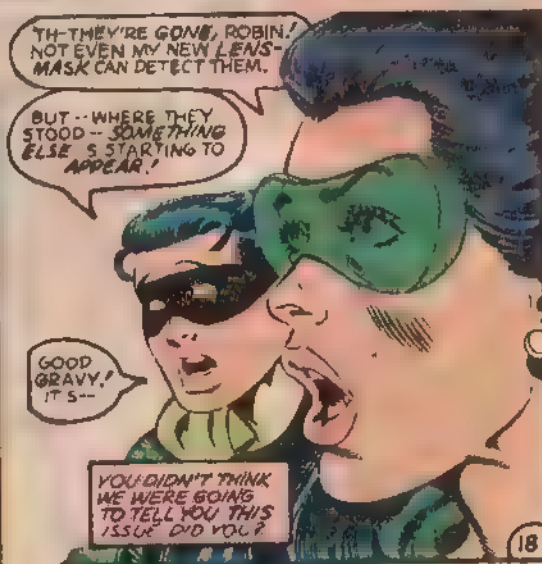
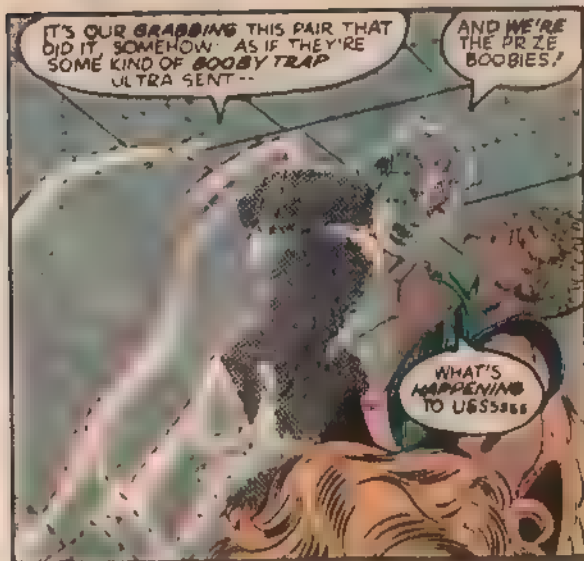
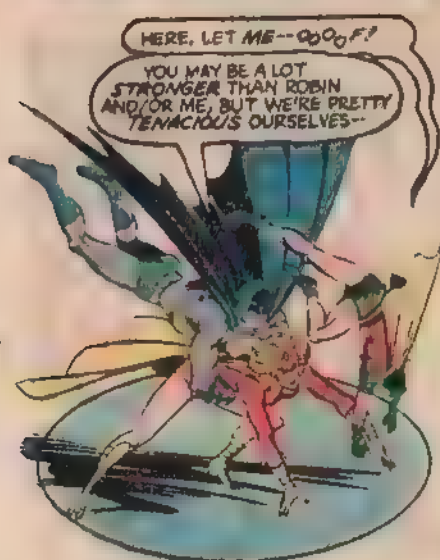
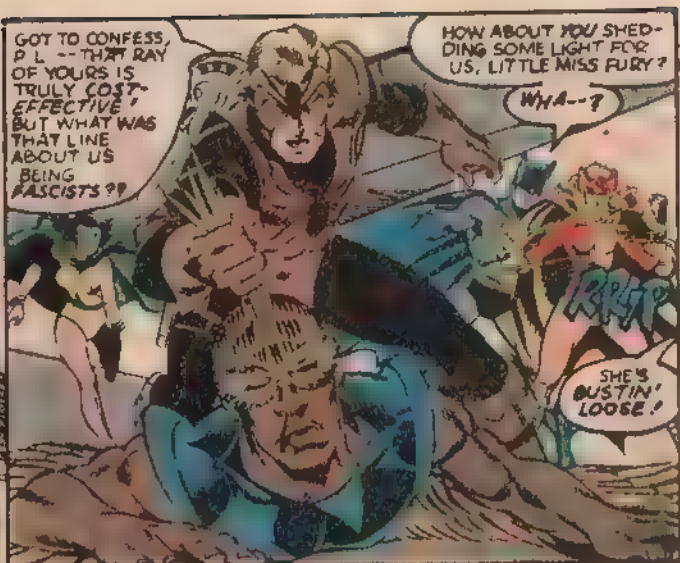
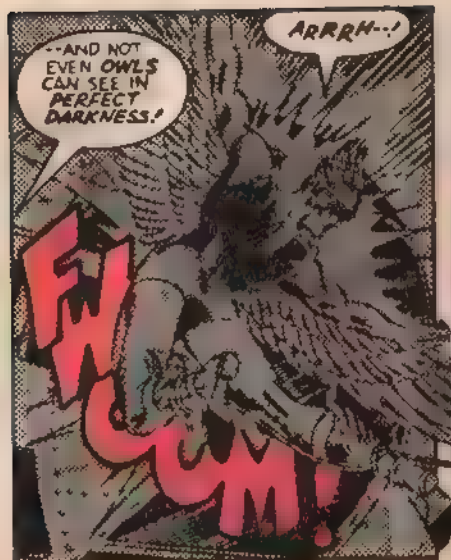
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GREEN LIGHT--BLACK SHADOW!

WHAT ATOM MEANS, EVERETT, IS THAT WHERE WAR PRODUCTION'S OVERHEATED - MAYBE I SHOULDN'T HAVE PLAYED MY HUNCH ABOUT YOU.

GIVING THE BATPLANE A BOOST SLOWED OUR TIME. BUT MY WATCH SAYS WE'VE REACHED DETROIT WITH A FEW MINUTES TO SPARE.

I'M STILL NOT SURE IT WAS A GOOD IDEA--BRINGING ONE OF ULTRA'S FAILED FLUNKIES ALONG.

ALL WE'VE GOT IS HIS WORD HE WON'T TEAM UP WITH SOME NEW ONES AGAINST US.

WHAT'S WRONG, SHONTY? YOU ONLY TRUST WHITE PEOPLE?

WELL, IF HE TURNS TO WOOD ON YER AGAIN, LAN-TERN, I'M GOTTA LOOK FOR THE NEAREST BUZZSAW.

LOOK, I TOLD YOU BEFORE--IT'S JUST MY FOLKS I CARE ABOUT. NOTHING ELSE!

THEN I FEEL SORRY FOR YOU, FRIEND... I REALLY DO.

THE HELL WITH YOUR PITY, MAN! I GOT MY OWN TROUBLE--HEY!

WHAT'S HAPPENING?

JUST GREEN LAN-TERN'S RING-RAY, PASSING US THROUGH THE FLOOR OF THIS TANK FACTORY.

HAHAHA! LOOKS LIKE MY WATCH WAS A BIT SLOW, DOESN'T IT?

THOSE TWO COSTUMED FIGURES! ULTRA'S ATTACK MUST HAVE BEGUN!

AND THE OTHER'S FLYING YET--HOW CAN ULTRA GIVE ME THAT POWER?

A GREEN GUY AND A CAPED GUY WHO'S DARK AS TEN SHADOWS!

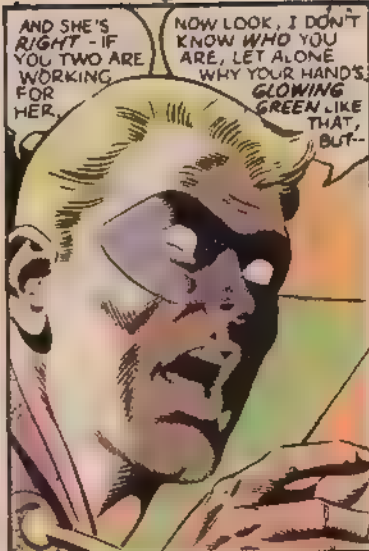
THIS WE GOTTA LOOK INTO!



ALL RIGHT, YOUNG LADY--HOLD UP THERE!

YOU MUST BE-- THE GREEN LANTERN!

ULTRA SAID YOU MIGHT TRY TO STOP US



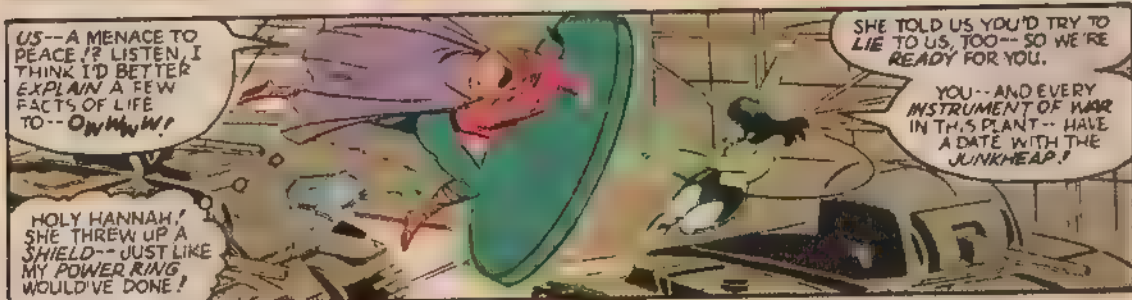
AND SHE'S RIGHT - IF YOU TWO ARE WORKING FOR HER,

NOW LOOK, I DON'T KNOW WHO YOU ARE, LET ALONE WHY YOUR HAND'S GLOWING GREEN LIKE THAT, BUT--



THE NAME IS JADE-- AND ODSIDIAN AND I AREN'T "WORKING" FOR ANYBODY OR ANYTHING, EXCEPT WORLD PEACE.

AMERICA-- AND YOU ALL-STARS-- ARE THE BIGGEST MENACE TO THAT, SO--



US-- A MENACE TO PEACE? LISTEN, I THINK I'D BETTER EXPLAIN A FEW FACTS OF LIFE TO-- OWWWW!

HOLY HANNAH! SHE THREW UP A SHIELD-- JUST LIKE MY POWER RING WOULD'VE DONE!

SHE TOLD US YOU'D TRY TO LIE TO US, TOO-- SO WE'RE READY FOR YOU.

YOU-- AND EVERY INSTRUMENT OF WAR IN TH'S PLANT-- HAVE A DATE WITH THE JUNKHEAD!



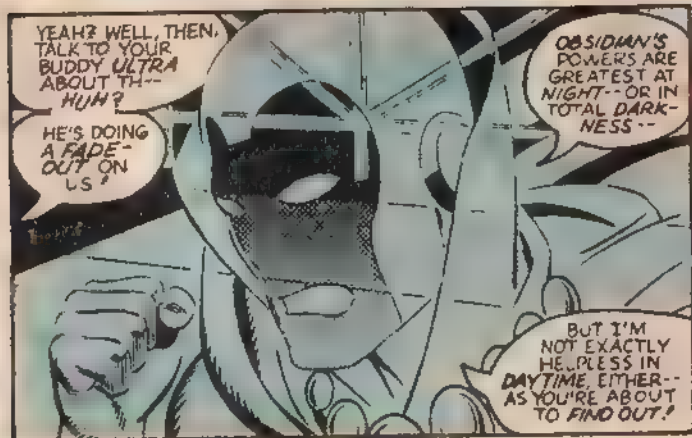
OKAY, "AMAZING MAN" YOU AND I LL TAKE THIS ONE

SORRY. UNLESS HE MAKES A MOVE AT ME, OR SOMEBODY I KNOW- I'M A NEUTRAL NATION

NO ONE IS NEUTRAL-- WHEN THE WHOLE WORLD'S AT STAKE!



SOUNDS LIKE A THREAT TO ME! THINK I'LL JUST TACKLE YOU FIRST-- AND ARGUE WITH THE REFEREES LATER!

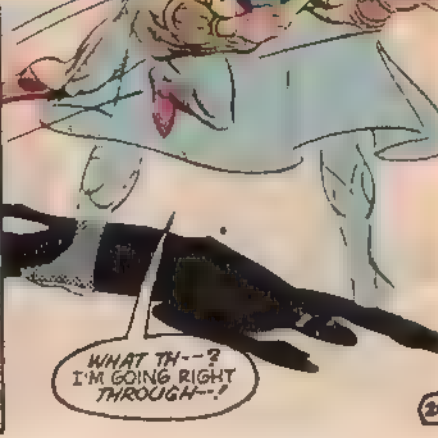


YEAH? WELL, THEN, TALK TO YOUR BUDDY ULTRA ABOUT TH-- HUH?

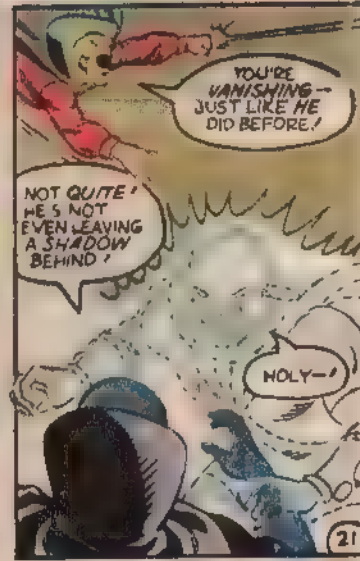
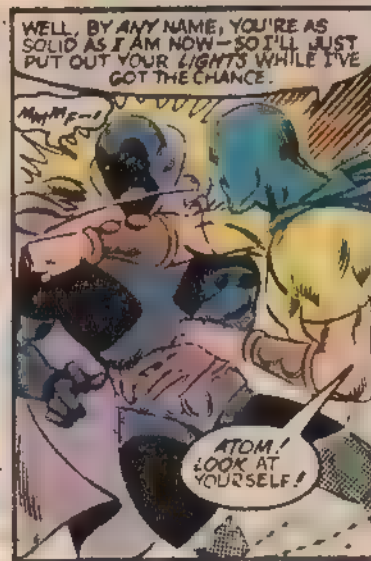
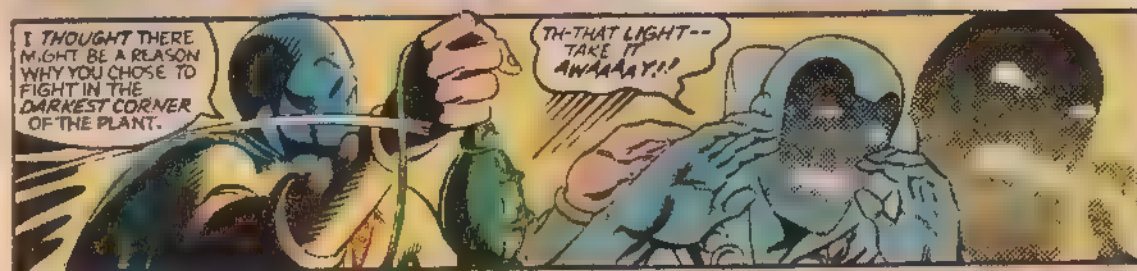
HE'S DOING A FADE-OUT ON US!

ODSIDIAN'S POWERS ARE GREATEST AT NIGHT-- OR IN TOTAL DARKNESS--

BUT I'M NOT EXACTLY HE-- PRESS IN DAYTIME EITHER-- AS YOU'RE ABOUT TO FIND OUT!



WHAT TH--? I'M GOING RIGHT THROUGH--!



"WHEN THE LAW IS NOT ENOUGH... MY JUSTICE BEGINS."



Terror Seizes The Streets Violent Crime On The Rise

By JAMES HANCOCK

The recent rise in violent crime in New York City has caused a great deal of concern among the public. The city's police department has been unable to keep up with the increasing number of crimes, and the public has been forced to take precautions to protect themselves. The situation is particularly alarming in the subway system, where a recent attack on a woman has caused a great deal of concern.

SUBWAY ATTACK

Pushed into Moving Train

By JOHNNIE MAGS

A woman was pushed into a moving subway train in New York City, causing a great deal of concern. The incident occurred on a crowded train, and the woman was unable to get out. The police are currently investigating the incident, and the public has been advised to be cautious when riding the subway.

PRESIDENT SHOT

LISTED IN STABLE CONDITION FOLLOWING SURGERY, ATTEMPTED ASSASSIN CAPTURED BY SECRET SERVICE

The President of the United States was shot in the chest while visiting a hospital in New York City. The President is currently in stable condition following surgery, and the attempted assassin has been captured by the Secret Service. The incident has caused a great deal of concern among the public, and the President's health is being closely monitored.

Just Survivor Murdered Home By Intruder

By DAVID HANCOCK

A man who survived a recent attack was murdered in his home by an intruder. The incident occurred in a quiet neighborhood, and the man was found dead in his bed. The police are currently investigating the incident, and the public has been advised to be cautious when entering homes.

Model Student Killed For Radio

By JAMES HANCOCK

A model student was killed in a shooting incident while listening to the radio. The incident occurred in a public area, and the student was found dead on the ground. The police are currently investigating the incident, and the public has been advised to be cautious when listening to the radio.

Bullying Landlord Throws Wife From Sixth Floor Window

By JAMES HANCOCK

A woman was thrown from a sixth floor window by her abusive landlord. The incident occurred in a crowded apartment building, and the woman was found dead on the ground. The police are currently investigating the incident, and the public has been advised to be cautious when living in crowded apartments.

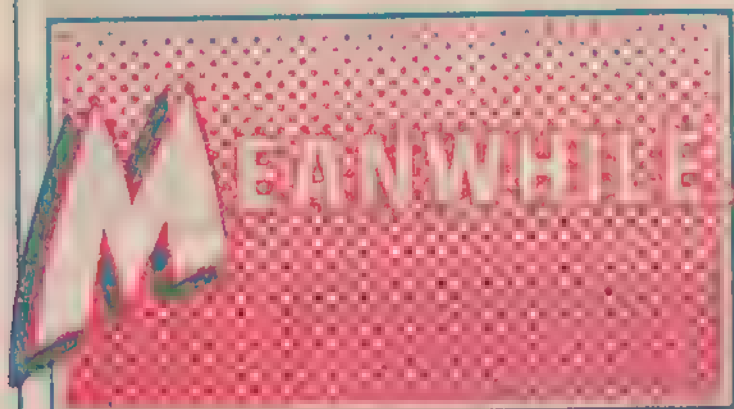
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Dear Mom,

I know, I KNOW. I haven't written or called in weeks. And I know that I always tell you I've been busy and you always say "You're always busy!" (I should think by now you'd be accustomed to it.) Anyway, I truly am sorry it's been so long since you've heard from me, but I've truly been extra busy. As you know, the conductors union a strike against Metro North, the commuter railroad I take into New York City each day, is into its second month. Many of us have found it nearly impossible to get back and forth and I've been staying in a hotel near the office during the week, driving in on Monday and home on Thursday or Friday I've been spending 12 hours or so up at DC each day. I'm in town and getting a lot done.

What I've been working on is 1984 DC Comics scheduled an exciting array of comics for 1983 - 10 annuals, a slew of new titles, Maxi-Series, Mini-Series, Graphic Novels, DC, Marvel team ups, a high quality reprint series and several high quality new format titles. Have you seen Frank Miller's *Renin*? nity what? We've had some serious time problems getting these books done. The creative people, in response to the demands of our readers for ever better comics have slowed down their normal rate of production in order to spend more time on each page, each drawing, each cover. Their goals are quality not quantity and they know quality takes time. In addition to this, DC Comics moved its offices in December. You remember how messy things were when you moved from New York to Stamford recently, how long it was before your new place was functional, how much effort and money it took to make it happen? Well, moving offices for about 50 people is much worse. And we lost a lot of time. And by the time we were truly functional again, it was holiday time and we lost some more time, and our riddled schedule lay tattered upon the floor - a victim of unforeseen circumstances.

Fortunately, the people at DC are all pros - our Editors, Promotion and Marketing people, Joe Orlando, Paul Levitz, Jenette Kahn, all pitched in to dig us out. Words of encouragement,

acres of anguish and words of criticism combined in just the right quantities kept things moving - later than we planned, but moving. We've made our initial launches (quite successfully, I might add) of *Omega Men*, *Renin*, *Amethyst*, *Princess of Gem World*, *Batman and the Outsiders* and *Green Arrow* Mini-Series. On the launch pad is *Vigilante*, *Star Raiders* (our first graphic novel), *Thriller*, the *Superman III* movie adaptation *New Talent Showcase*; and our first annuals: *Beng* readied are *Star Trek: The JLA*, *Avengers* team up *Warlords* (our second graphic novel), and the balance of the annuals. Later in the year *Teen Titans*, *X-Men #2*, *The Redeemer*, (Joe Kubert's first series in years), *Atari Force*, (Jose Garcia Lopez's first regular assignment), *Check into the Star Raiders* graphic novel to see the enormity of this man's talent. Co created and written by one of my favorites, Gerry Conway.) *Infinity, Inc.* (Roy Thomas, Jerry Ordway and Mike Machlin's new Earth II entry) and *Nathaniel Dusk*, a Mini-Series by Don McGregor and Gene Colan. By this time, incidentally, the newspaper news probably started to the better *Mondo* paper. Well, we've got some time problems but it looks like we'll make all the above. Certainly I've already done most of what I'm capable of doing to make it happen. I'm sure you'll be proud of me.

And of course that brings me to 1984 - and what can we do for an encore? Time problems aside, 1983 is bound to be our best recent year - if not our best ever. And if you buy into the theory that you get better or you get worse (I do), you'll realize that 1984 provides DC Comics with both a difficult challenge and a wonderful opportunity. (You know I've never turned away from a challenge, mom. Remember the bloody noses I brought home from school?)

Okay, what to do? Obviously I can't lock into a 1984 schedule this early, but I can set goals. In general, then, in 1984 we should:

- 1) Launch 4 to 6 new titles
- 2) Start 2 to 4 new Maxi-Series
- 3) Release 4 to 8 graphic novels
- 4) Begin a revitalization program for our older, regular titles

5) Add some humor titles, primarily for our younger readers

6) Create a publication especially for our female audience (No, Gloria... we don't mean icky romance comics!)

7) Sprinkle all of the above liberally with Mini-Series, some featuring current DC characters, some featuring brand new concepts and characters

8) Create a format to utilize the characters recently acquired from Chantion Comics Group

To turn these goals into realities, I've been talking to all our current creative contributors, looking at concepts contributed by people not now part of our staff, and I am currently involved in a major restructuring of our in-house staff so that we can better utilize our creative strengths and improve our administrative efficiency. An example of the last, Ernie Colon has left our staff as an Editor to return to freelancing. Ernie will continue to edit several titles from home but this shift will allow him to draw *Amethyst* (a recently launched Maxi-Series that is doing quite well) on time and start work on a graphic novel that Ernie has written and will draw. Ernie's desk in DC's office will be taken over by Alan Gold, an experienced Editor (though not in comics) recommended by Merv Wolfman. (Take a bow, Alan.)

What else? We could conclude talks this week with Conway and Broderick re: *A Firestorm* graphic novel, Jenette has accepted a new concept from newcomer Gregg Potter. Really great. More about this when we choose an artist and draw up contracts, two other Mini-Series ideas tentatively approved one by Robert Loren Fleming, one by Merv Wolfman... I'm sure you get the idea. Anyway I can't be too much more specific right now. Some of the creative people have promised me bodily damage if I divulge too much, too soon... and this is definitely "too soon".

I hope I haven't bored you by rambling on this way. I just wanted to impart some sense of the effort, energy and enthusiasm generated by the people here at DC and why my commitment to them can be no less than total. Yes, I'm very busy... but so is everyone else and I bet their Moms are no happier than you. I'll write (or call) again soon. Kiss Dad for me. Thank you and good afternoon.

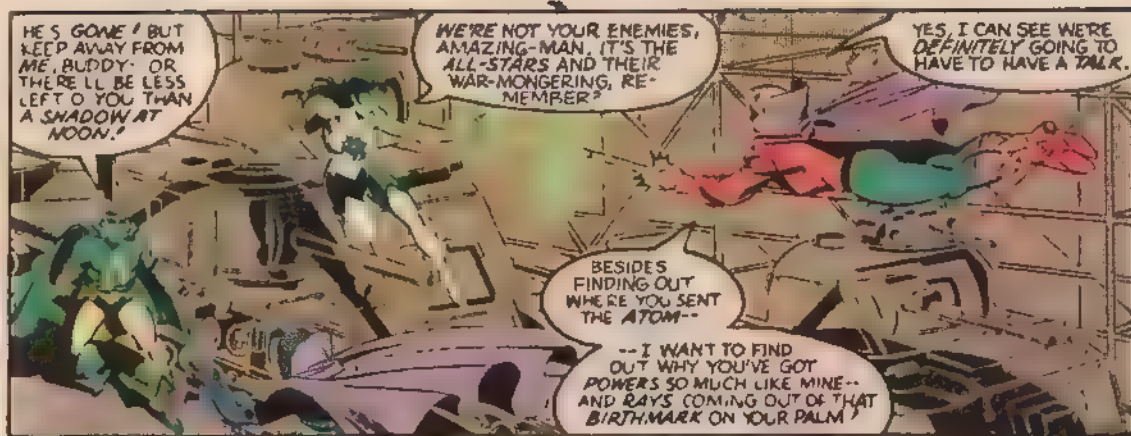
Your Son *Dick*

P.S. Call Marie and tell her I'll be home on Friday this week. I have a late Thursday meeting with... Aw, shucks. I really can't tell you with whom. Sorry

To whom it may concern.

I walked into Dick's office looking for the new "Meanwhile" column. Dick wasn't in and a search for the copy turned up nothing but the above letter. If I don't get something to the typesetter today, we print a blank page! So... it's this dumb letter to Mom or nothing! *Bob*

Bob Rozakis
DC Production Manager



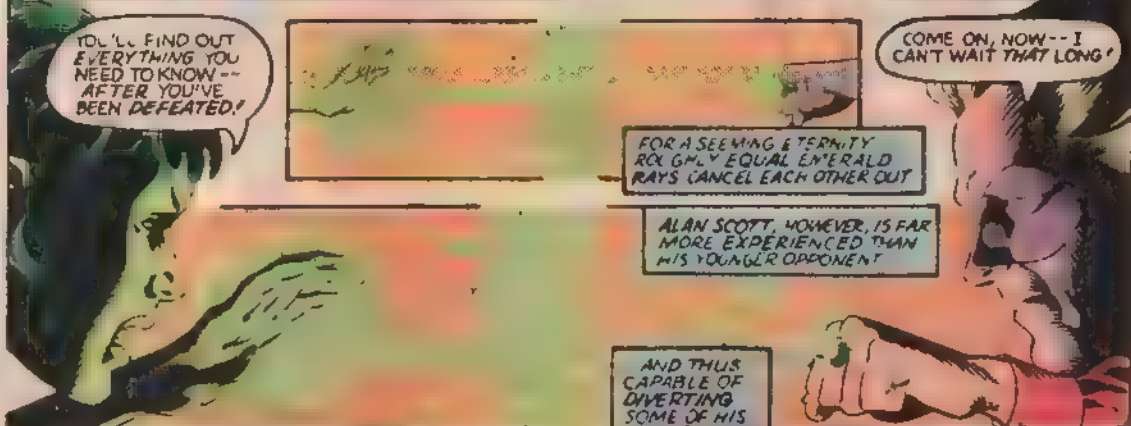
HE'S GONE! BUT
KEEP AWAY FROM
ME, BUDDY. OR
THERE'LL BE LESS
LEFT OF YOU THAN
A SHADOW AT
NOON!

WE'RE NOT YOUR ENEMIES,
AMAZING-MAN, IT'S THE
ALL-STARS AND THEIR
WAR-MONGERING, RE-
MEMBER?

YES, I CAN SEE WE'RE
DEFINITELY GOING TO
HAVE TO HAVE A TALK.

BESIDES
FINDING OUT
WHERE YOU SENT
THE ATOM--

-- I WANT TO FIND
OUT WHY YOU'VE GOT
POWERS SO MUCH LIKE MINE--
AND RAYS COMING OUT OF THAT
BIRTHMARK ON YOUR PALM!



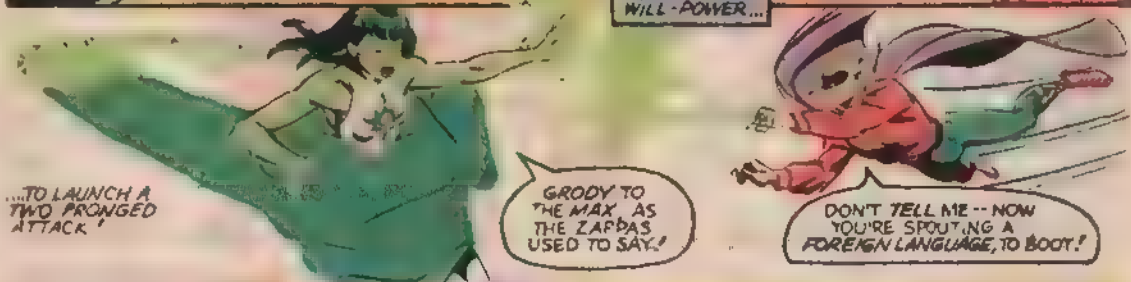
YOU'LL FIND OUT
EVERYTHING YOU
NEED TO KNOW--
AFTER YOU'VE
BEEN DEFEATED!

COME ON, NOW-- I
CAN'T WAIT THAT LONG!

FOR A SEEMING ETERNITY
RAGINGLY EQUAL EMERALD
RAYS CANCEL EACH OTHER OUT

ALAN SCOTT, HOWEVER, IS FAR
MORE EXPERIENCED THAN
HIS YOUNGER OPPONENT

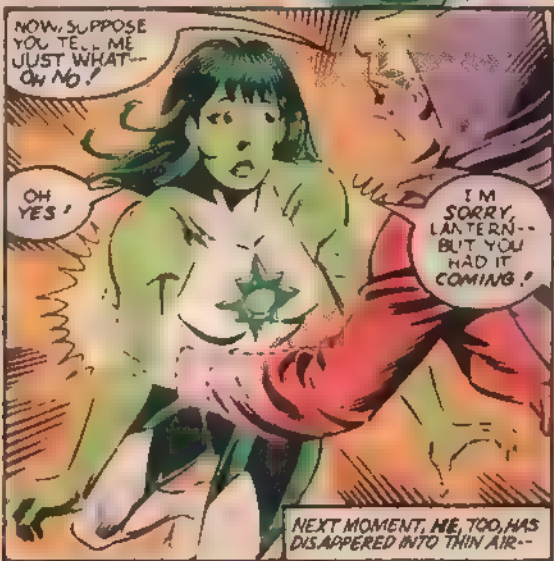
AND THUS
CAPABLE OF
DIVERTING
SOME OF HIS
WILL-POWER...



...TO LAUNCH A
TWO PRONGED
ATTACK!

GRODY TO
THE MAX, AS
THE ZAPPA
USED TO SAY!

DON'T TELL ME-- NOW
YOU'RE SPOUTING A
FOREIGN LANGUAGE, TO BOOTY!



NOW, SUPPOSE
YOU TELL ME
JUST WHAT--
OH NO!

OH
YES!

I'M
SORRY,
LANTERN--
BUT YOU
HAD IT
COMING!

NEXT MOMENT, HE, TOO, HAS
DISAPPEARED INTO THIN AIR--



--LEAVING ONLY WILL EVERETT, WHO, AT THIS INSTANT,
IS FAR MORE AMAZED THAN AMAZING!

HUH?

WHO THE
HELL ARE
YOU??

WHILE, BACK IN MANHATTAN, A YOUNG MAN STIRS ON THE COUCH IN A PENTHOUSE APARTMENT-- A YOUTH WHO CALLS HIMSELF NOTHING LESS THAN BRAINWAVE, JR.!!

SWIN! LIFE GOT TOUGHER-- BUT MY SKULL DIDN'T GET MUCH STRONGER.

TARANTULA? WHAT'D YOU MEAN--CLIPPING ME FROM BEHIND LIKE THAT?

SEE LAST ISSUE --R.

NEIN, IT WAS NOT HIM WHAT HIT YOU, BUT ME--OLGA!

AND I'LL DO IT AGAIN! IF YOU MAKE A MOVE, JA?

NOW LOOK-- I'M ONLY HERE TO--

HERE'S A NEWS FLASH!...

GREAT! NOW WHAT?

WORD HAS REACHED THIS STATION OF SIMULTANEOUS DEFEATS SUFFERED BY BATMAN AND OTHERS OF THE ALL-STAR SQUADRON, AT THE THREE LOCALES THREATENED BY THE MYSTERIOUS ULTRA-HUMANITE.

FURTHER DETAILS AS THEY REACH US! NOW BACK TO--

THEN-- IT'S HAPPENED!

THE VERY THING I CAME HERE TO PREVENT-- HAS OCCURRED JUST AS IF I'D STAYED IN 1983!

GOT TO REACH THE OTHER ALL-STARS SOMEHOW-- ORGANIZE THEM, BEFORE IT'S TOO LATE! BUT I DON'T KNOW WHERE--

WAIT! I ALMOST FORGOT-- I WAS SUPPOSED TO GIVE YOU THIS NOTE--!

NOTE??

THRA

OF COURSE! I THINK I'M FINALLY STARTING TO SEE THE LIGHT AT THE END OF THE TUNNEL--

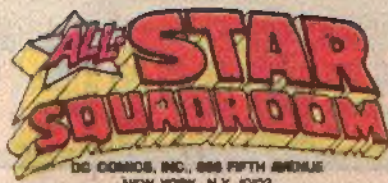
--THE PART INFINITY, INC. IS DESTINED TO PLAY IN ALL THIS--

--IF THE WHOLE EARTH'S NOT GOING TO GO UP IN SMOKE!

MEIN GOTT!-- HE'S FLYING, TOO! AND WHAT A MESS TO BE CLEANING UP!

BUT WHAT WAS THAT HE SAID-- ABOUT THE END OF THE WORLD??

NEXT ISSUE: **TALONS ACROSS TIME!**



A WORD TO THE WISE Dept.: This month's the time for ALL-STAR SQUADRON fans to save their pennies, because not only does issue #26 of the regular mag go on sale then, but also our second star-studded ANNUAL, a couple of weeks later. Those two mags, with their more than sixty pages of scintillating story and awesome art, will climax the current "Ultra Epic," as well as revealing the amazing secret of Infinity, Inc., introduced this go-round. (As for how to pronounce the name—well, take your pick: "Incorporated" when you're in a formal mood, and "Ink" for short, what else?) As for just who they are—what their strange connection to the men who calls himself Brainwave Jr. is—a lot more (if not necessarily quite all) will be revealed to you. And we think you're gonna like what you learn. Till then, let's content ourselves with a few comments on ish #21, shall we...?

—Roy Thomas

First, though, a letter from Sheldon Mayer, now primarily known to DC fans as the creator of "Sugar and Spike," but in the Golden Age of Comic Books one of the main DC editors—and in that capacity, co-creator with Gardner F. Fox of the fabled Justice Society of America, among other colorfully-costumed entities. We sent him copies of issues #19-20, which covered some of the same ground he and Gardner had dealt with in 1942's ALL-STAR COMICS #11 (the first post-Pearl Harbor issue), and he had this to say in return:

Dear Roy:

My first reaction to seeing photocopies of ALL-STAR COMICS #11 was, "Did I really plot that story with Gardner?" I couldn't recall anything about it, except for glimmers of the many collaborative sessions Gardner and I had together in producing the Flash, Hawkman, ALL-STAR, etc.

Our work together was more like two writers collaborating than an editor working with a writer. The object of the game was to produce all the stories that were needed in time for our deadlines, and to keep them as good and fresh as we could at the same time. Our collaboration method, we discovered, was the only way to do it.

Sometimes we worked in my office, but very often we found it more productive to go to Gardner's house in Yonkers, where Lynde (Gardner's wife) fed us and didn't see us for hours... sometimes not till early the next morning, when Gardner and I would come downstairs from his den, to find Lynde asleep on the couch in the living room beside a pot of now-cold coffee she had prepared for us.

As to specifics of plot details, I don't think I can be of any help to you because there's very little I remember. I suspect ALL-STAR #11 was written in the days immediately following Pearl Harbor. As you can imagine, many things were happening all around us to claim our attention. As a general thing, the only important script in a writer's life (and I'm sure you have discovered this for yourself) is the one he's working on now. And the ones I'm working on now seem to use up all the energy I can bring to bear.

Sheldon Mayer

Well said, Mr. M., and a multitude of "Sugar and Spike" fans are more than grateful for every new tale of that amusing pair. Doesn't sound to us as if much has changed in the whecky way in which comics are put together. Live long and prosper, as somebody once said.

—R.T.

Dear All-Stars:

Sometimes this book amazes me.

Make that *most* times.

"A Tale of Two Citadels!" is a perfect example; I think it's because the book captures that 1940's style and flavor that makes for such enjoyable reading. Roy Thomas and Jerry

Ordway really did a splendid job, especially in their handling of the Golden-Age Superman, whom the other heroes looked up to but did not surrender the spotlight to. I also liked the way the Atom, Firebrand, and even Hawkman marveled at Doctor Fate's powers. Doctor Fate has always struck me as a character who deserved more attention than he was receiving, and I hope more emphasis will be put on his role in the Squadron in future issues. Now all I need is a guest appearance by Batman and Robin! And hey, that "Atom" logo on the top of p. 9 looks pretty good. I've never seen it before. Was it created especially for this book?

Michael Pinalli

229 Mallery Av.

Staten Island, NY 10305

You should know better than to expect that from "Researchin' Roy," Mike. No, the Atom logo you mentioned was used once, and once only (so far as we know), in a late-40's issue of FLASH COMICS. The "Firebrand" logo was one of the original ones, too, from the male Quality Comics Group hero whose sister Danette Reilly is, minus a "The" neither she nor we have any use for.

—R.T.

Dear Roy:

I've read ALL-STAR SQUADRON since its inception, but it's only after reading over the last year's worth of issues that I realized just how good a book it is!

It's hard to create original praise for a book that's so consistently well written, drawn, and edited. The best and most appropriate word I can come up with is *solid*: It's dependable in the best sense of the word. I've yet to be disappointed with an issue.

Although I originally disliked the spotlight being taken from the JSA by "second-stringers," I've really begun to like the "core" membership of the group: Liberty Belle, Firebrand, Johnny Quick, and "The Titanium Twins." For me, they are the All-Stars! I know it's a small point, but there seems to be a law that a super-hero group can have only one strongman, so I've enjoyed seeing the teamwork and empathy between Commander Steel and Robotman.

Finally, I'd like to say how well you've "killed in the blanks," both in straightening out Earth-Two continuity and in giving strong characterizations to what might have been just empty costumes. With such a vast parade of characters, it would be easy to get lost in the crowd, but in #21 you even managed to keep two characters easily identifiable while wearing basically the same costume!

Oh, and I look forward to seeing more of the All-Stars' new butler (it's only logical that a group that had a four-part origin story, which none of them can remember, would wait until issue #21 to get a headquarters). What with Robotman's trial and all, wouldn't it be interesting if Elektro the Robot turned out to be a "person," and didn't like being held in "slavery"?

S.A. Bennett

887 Morton Av.

Akron, Ohio 44305

We'll see, S.A. And thanks for the kind words on what Jerry, Rich, Adrian and I have been up to these past two years. You've certainly outlined our priorities, though each individual reader must decide for himself (though not for anyone else) if we've achieved them or not.

By the way, have we mentioned before that Elektro is real—an Art Deco robot who was indeed a part of the Westinghouse exhibit (complete with a robot dog which may pop up sometime). In fact, writer Donald A. Glut, author of The Dinosaur Dictionary and many comics over the years, tells us he saw Elektro perform back in the 1950's, so he didn't just vanish when the 1939-40 New York World's Fair was over. (We may as well admit, though, what was confirmed to us by Dr. Helen A. Harrison, guest curator of the Queens Museum in NYC, who wrote a book, *Down of a New Day*, about that Fair after organizing a beautiful exhibit on it which Ye Writer/Editor got to see on a trip back to the Big Apple in 1982: The Trilon and Perisphere, the sumptuous "Theme Center" of the Fair and future regular headquarters of the All-Star Squadron, was torn down very soon after the Fair closed in late '40, since even by then scrap metal was at a premium. On Earth-Two, however, it may be around a wee bit longer than that...)

—R.T.

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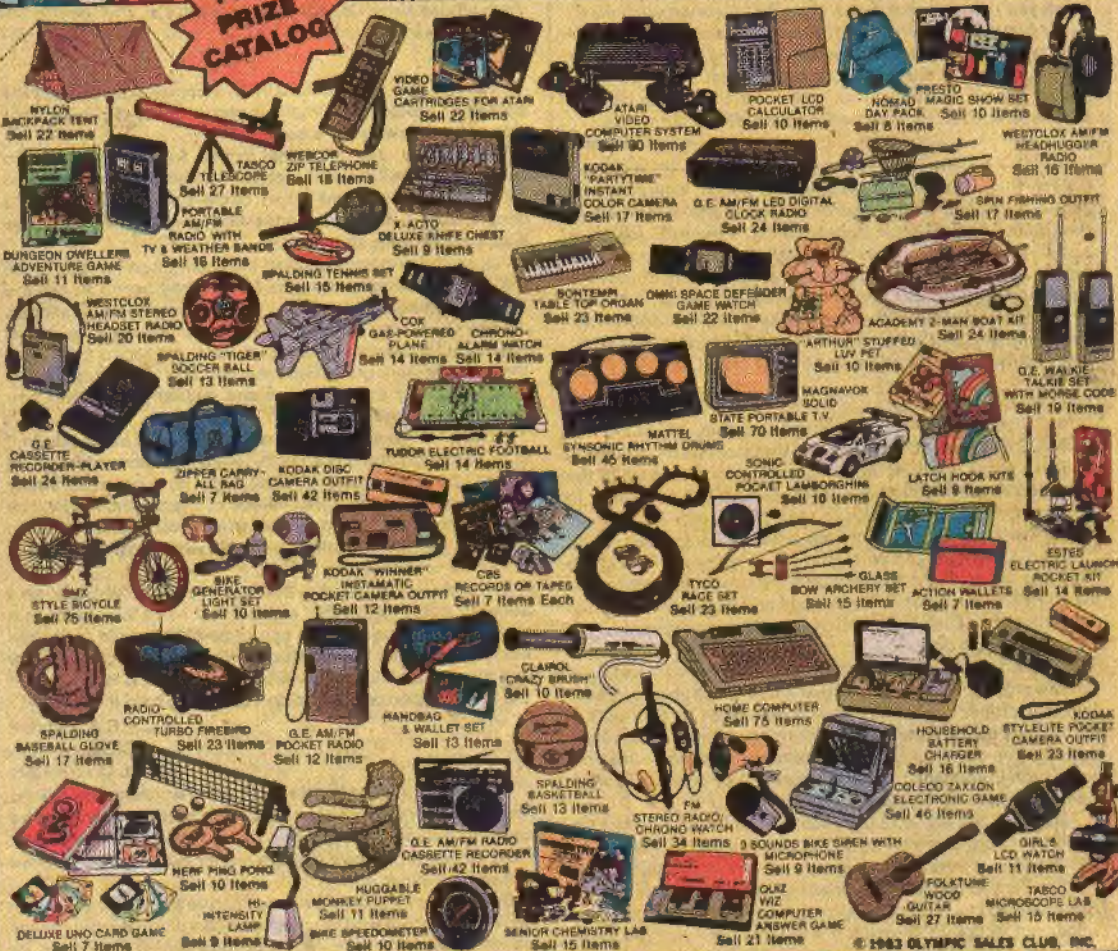
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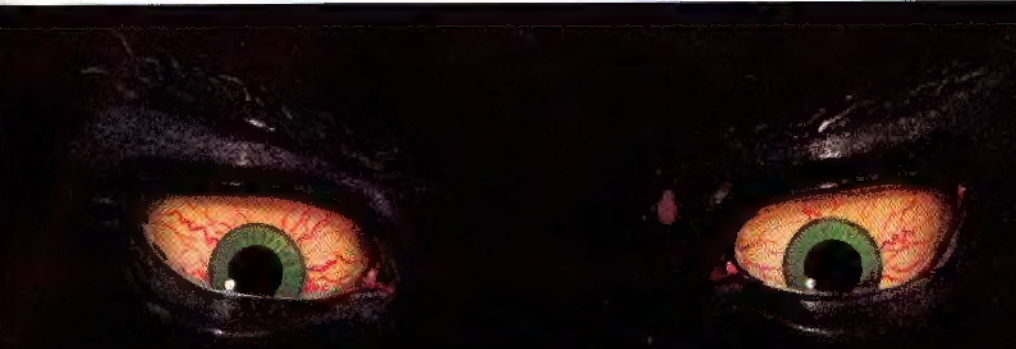
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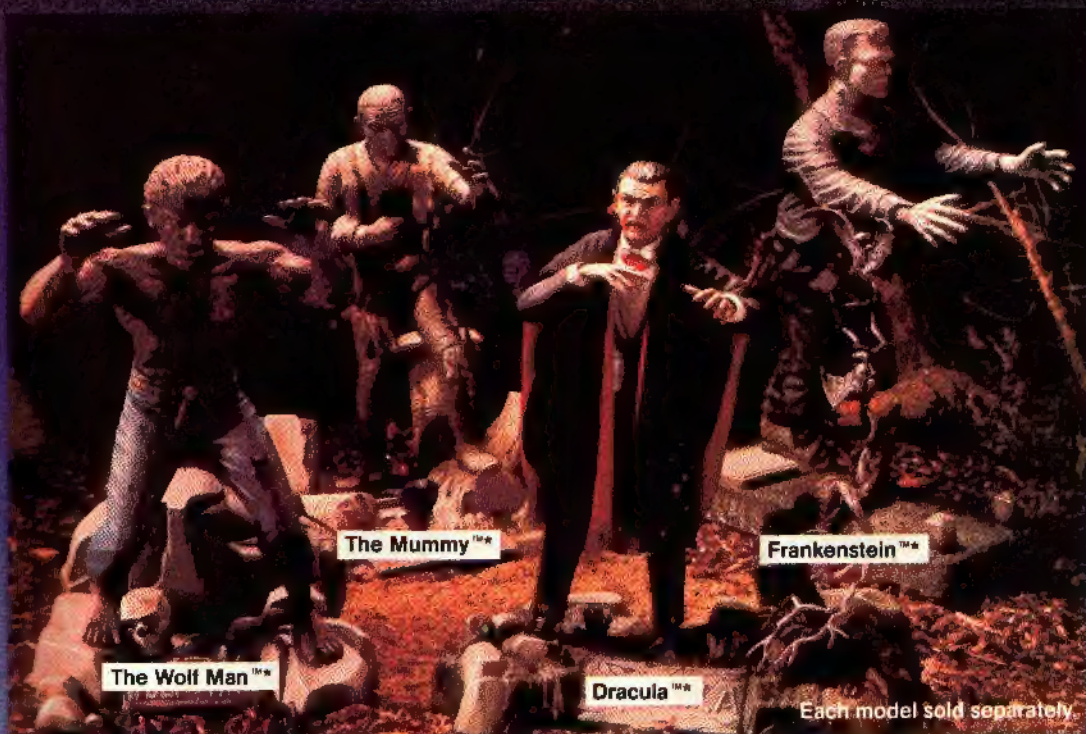


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